

**REQUEST FOR PROPOSAL
FOR
SUMTER COUNTY EMPLOYEE BENEFITS
CONSULTING AND BROKERAGE SERVICES**

RFP # 002-0-2011/AT

ORIGINAL

PROPOSAL DUE DATE:

**Friday, March 25, 2011
11:00 a.m.**

PRESENTED BY:

**Jim Powell
Senior Vice President**

Willis of Florida, Inc.
3000 Bayport Drive, Suite 300
Tampa, Florida 33607
Tel: (813) 281-2095 / Fax: (813) 281-2234

Willis

PROPOSAL COVER PAGE

| | |
|---|--|
| Name of Firm, Entity or Organization: Willis of Florida, Inc. | |
| Federal Employer Identification Number (FEIN): 65-0544419 | |
| State of Florida License Number (If Applicable): L009406 | |
| Name of Contact Person: Jim Powell | |
| Title: Senior Vice President – Employee Benefits | |
| E-Mail Address: jim.powell@willis.com | |
| Mailing Address: 3000 Bayport Drive Suite 300 | |
| Street Address (if different): Same | |
| City, State, Zip: Tampa, FL, 33607 | |
| Telephone: Main (813) 281-2095 Direct (813) 261-7971 Fax: (813) 281-2234 | |
| Organizational Structure – Please Check One: Corporation <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Proprietorship <input type="checkbox"/> Joint Venture <input type="checkbox"/> Other <input type="checkbox"/> If Corporation: Date of Incorporation: 12/23/1994 State of Incorporation: Florida States Registered in as Foreign Corporation: | |
| Authorized Signature: Print Name: J. Dennis Adams Signature: Title: Executive Vice President Phone: (813) 281-2095 | |
| <i>This document must be completed and returned with your Submittal.</i> | |

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For further information, contact:

Jim Powell
Senior Vice President
Employee Benefits

Direct Line: (813) 261-7971
Email: Jim.Powell@willis.com

Willis Group Holdings Limited is a leading global insurance broker, developing and delivering professional insurance, reinsurance, risk management, financial and human resource consulting and actuarial services to corporations, public entities and institutions around the world. With over 300 offices in more than 100 countries, its global team of 16,000 Associates serves clients in some 180 countries. Willis is publicly traded on the New York Stock Exchange under the symbol WSH. Additional information on Willis may be found on its web site: www.willis.com. © Copyright 2008

OVERVIEW

OVERVIEW

We confirm that we will provide the requested services outlined in this request for proposals. We acknowledge that all terms and conditions of the RFP are understood and acknowledged.

We at Willis are delighted to have the opportunity to respond to your request for proposal for a health insurance broker of record services. Our goal, through this response, is to distinguish Willis as a unique and exceptional provider of employee benefits brokerage and consulting services and illustrate our complete commitment and capability in meeting and exceeding the expectations you have described. We invite you to review our materials and exhibits that reflect our capabilities, tools and resources in response to your request. Our proposal is valid for a period of 180 days and may be extended upon request.

Willis has over 23 consecutive quarters of growth, and the employee benefits sector has been one of our fastest growing business segments. We feel that this is due to our product knowledge and marketplace intelligence—both of which are organizationally united to deliver extraordinary value through the best professionals in the fields.

If we are selected, we will utilize our proven implementation process to enable Sumter County to transition to Willis with very little disruption. We are confident that our team's expertise and market leverage will result in favorable results for your October 1st benefit plan renewals. Finally, we will use our internal resources to assist Sumter County with today's human resources challenges. Willis offers:

A Unique Client Focus:

- Our commitment to client service is spelled out in the Client Bill of Rights which articulates our commitment to upholding the highest standard of fairness and integrity.
- All resources come from one business unit through our "One Flag" approach. We have no internal competing silos.
- We provide objective advice. We don't own TPAs, insurance companies, or mutual funds.
- We offer global resources delivered by our local team of experts.

Industry Leading Tools and Resources:

- Sophisticated tools for healthcare cost management, financial forecasting, and reporting.
- Exciting communication, enrollment, and administrative tools which include print, telephonic, and web-based solutions.
- In-house legislative and compliance resources.
- Benefits and HR consulting services designed to unlock the full potential of your internal resources.

Clients are the reason we're in business. Our relationship with our clients is determined by the value gap between what a client can do for themselves and what we can do for them. That gap should help our clients solve their problems, fulfill their needs and help make their business more profitable and efficient.

Of particular importance to note is that Willis is an industry leader with regard to the position it takes on not accepting over-rides, contingency fees or arrangements of any kind based on volume or persistency. While some of the larger brokers have followed our lead, many of the local and regional brokers have not done so—resulting in at least the appearance of compromising the objectivity of the broker services provided. Willis took an official position in October 2004 to discontinue contingency arrangements in North America, and by December 31, 2004, discontinued such arrangements globally.

Our clients seek sophisticated solutions to complex problems while leveraging technology and administrative services to help gain efficiencies. Our solutions allow clients to communicate the details of employee plan options, quickly respond to employee questions and to use technology to efficiently administer these programs.

These are exciting times. Employee benefits costs are escalating rapidly, and employers like Sumter County need forward-thinking advisors who can:

- *Determine the primary cost drivers;*
- *Develop specific strategies to deliver lower-cost trends;*
- *Help build consensus on long range strategies;*
- *Ensure that employees understand and recognize the value being provided to them;*
- *Deliver the administrative support to make it happen.*

The team that has been personally selected to support your organization has unique and specific skills that are applicable to your organization; including extensive expertise in the public sector, as further described in our response. We are eager to introduce you to each of them, and look forward to becoming a trusted advisor for Sumter County.

Sincerely,

Jim Powell
Senior Vice President
813 261 7971

CORPORATE INFORMATION

CORPORATE INFORMATION

We confirm that Willis of Florida, Inc. is certified with the Florida Secretary of State as a Florida corporation and are in good standing.

SUMMARY OF LITIGATION

SUMMARY OF LITIGATION

At this time we are not involved in any litigation, claims or contract disputes related to our services.

LICENSE SANCTIONS

LICENSE SANCTIONS

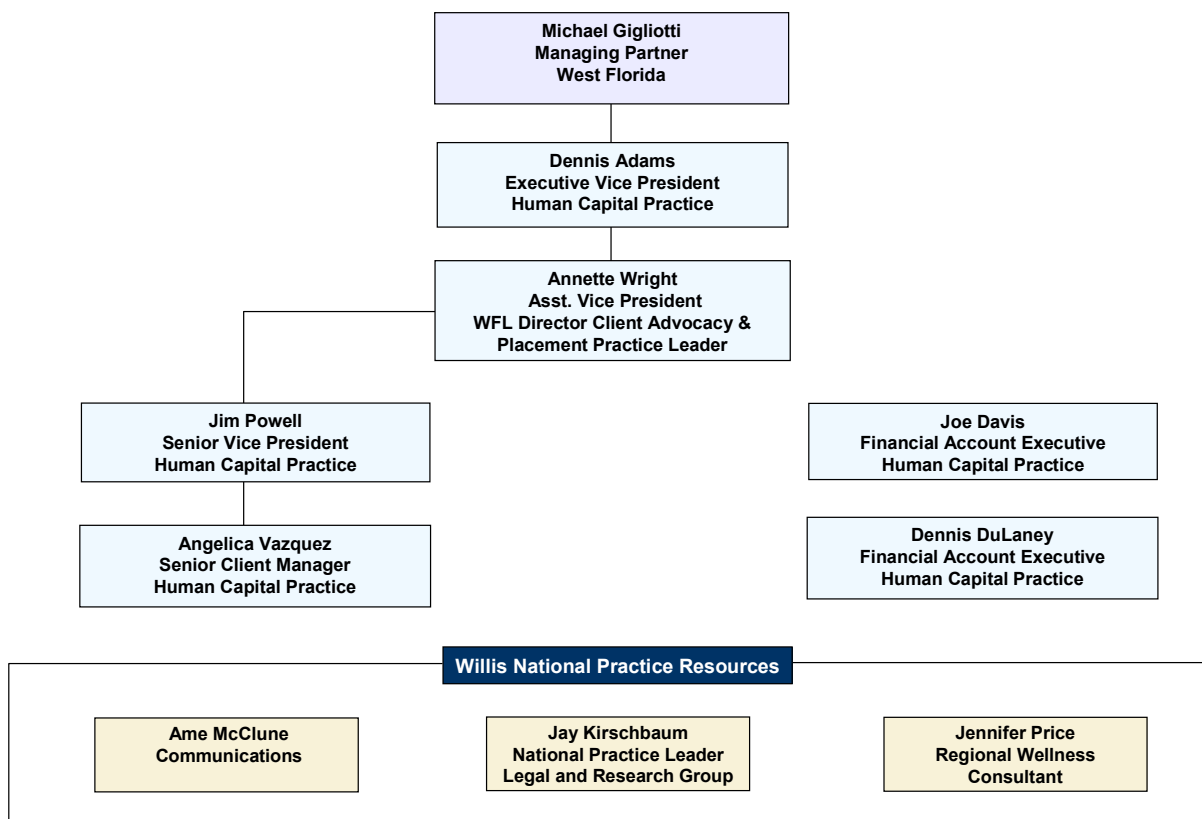
There are no regulatory or license agency sanctions against our firm.

CURRENT WORKLOAD

CURRENT WORKLOAD

One of the areas in which we excel is our client workload. We do an effective job of balancing our teams' resources with our clients' needs. Since we have continued to grow our office teams due to excellent client results and new clients joining us, we currently are adding new service and financial members to our team. We do annual and ongoing surveys with our clients and specifically ask them if we are meeting and exceeding their expectations. We receive outstanding marks from our clients and are very proud of our team members' efforts on behalf of our clients.

The team you'll be working with is outlined below;

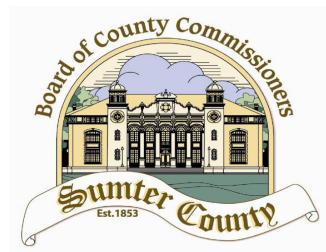


This team has capacity to work with Sumter County in providing all the services outlined and will commit that to you, backed by our performance guarantee.

COMPLIANCE FORMS

COMPLIANCE FORMS

PROPOSAL FORM FOR BOARD OF SUMTER COUNTY COMMISSIONERS



Name of Firm Submitting Qualifications Willis of Florida, Inc.

Name of Person Submitting Qualifications Jim Powell

PROPOSER ACKNOWLEDGMENT

"The undersigned hereby declares that he/she has informed himself/herself fully in regard to all conditions to the work to be done, and that he/she has examined the RFP and Specifications for the work and comments hereto attached. The Vendor proposes and agrees, if this submission is accepted, to contract with the Board of Sumter County Commissioners, to furnish all necessary materials, equipment, labor and services necessary to complete the work covered by the RFP and Contract Documents for this Project. The Vendor agrees to accept in full compensation for each item the prices named in the schedules incorporated herein."

CONSULTANT'S FEE SCHEDULE MUST BE ATTACHED TO THIS PROPOSAL

Signature

March 18, 2011
Date

[☐] Check if exception(s) or deviation(s) to Specifications. Attach separate sheet(s) detailing reason and type for the exception or deviation.

This document must be completed and returned with your Submittal

| | | | |
|---|------------|---|------------|
| Submit To: Sumter County Board of County Commissioners 7375 Powell Road Wildwood, Florida, 34785 Phone 352-689-4400 Fax 352-689-4401 | | SUMTER COUNTY BOARD OF COUNTY COMMISSIONERS REQUEST FOR PROPOSAL (RFP) CERTIFICATION AND ADDENDA ACKNOWLEDGMENT | |
| DUE DATE: March 25, 2011 | | DUE TIME: 11:00 am | |
| RFP # 002-0-2011/AT | | | |
| TITLE: RFP # 002-0-2011/AT EMPLOYEE BENEFITS CONSULTING AND BROKERAGE SERVICES | | | |
| VENDOR NAME: Willis of Florida | | PHONE NUMBER: (813) 281-2095 | |
| VENDOR MAILING ADDRESS: 3000 Bayport Drive Suite 300 | | FAX NUMBER: (813) 281-2234 | |
| CITY/STATE/ZIP: Tampa, FL 33607 | | E-MAIL ADDRESS: Jim.powell@willis.com | |
| <p>"I, the undersigned, certify that I have reviewed the addenda listed below (list all addenda received to date). I understand that timely commencement will be considered in award of this RFP and that cancellation of award will be considered if commencement time is not met, and that untimely commencement may be cause for termination of contract. I further certify that the services will meet or exceed the RFP requirements. I, the undersigned, declare that I have carefully examined the RFP, specifications, terms and conditions as applicable for this Request, and that I am thoroughly familiar with all provisions and the quality and type of coverage and services specified. I further declare that I have not divulged, discussed, or compared this RFP with any other Offeror and have not colluded with any Offerors or parties to an RFP whatsoever for any fraudulent purpose."</p> | | | |
| _____ | _____ | _____ | _____ |
| Addendum # | Addendum # | Addendum # | Addendum # |
| <p>"I certify that this quote is made without prior understanding, agreement, or connection with any corporation, firm, or person submitting an RFP for the same material, supplies, equipment or services and is in all respects fair and without collusion or fraud. I agree to abide by all conditions of this RFP and certify that I am authorized to sign this response and that the offer is in compliance with all requirements of the RFP, including but not limited to certification requirements. In conducting offers with an agency for Sumter County Board of County Commissioners (BOCC), respondent agrees that if this proposal is accepted, the respondent will convey, sell, assign, or transfer to the Sumter County BOCC all rights, title and interest in and to all causes of action it may now or hereafter acquire under the anti-trust laws of the United States for price fixing relating to the particular commodities or services purchased or acquired by the COUNTY. At the Sumter County BOCC discretion, such assignment shall be made and become effective at the time the purchasing agency renders final payment to the respondent."</p> | | | |
| <u>Jim Powell, Senior Vice President</u> Authorized Agent Name, Title (Print) | | _____ Authorized Signature | |
| | | _____ Date | |
| <i>This form must be completed and returned with your Submittal</i> | | | |

STATEMENT OF TERMS AND CONDITIONS

PUBLIC ENTITY CRIME: A person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a Proposals/Bid on a contract to provide any goods or services to a public entity, for the construction or repair of a public building or public work, may not submit Proposals/Bids on leases of real property to a public entity, may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in Section 287.017, for CATEGORY TWO for a period of 36 months from the date of being placed on the convicted vendor list.

INDEMNIFICATION: The Contractor agrees to indemnify and hold harmless Board of Sumter County Commissioners, and their elected officials, employees and volunteers from and against all claims, losses and expenses, including legal costs, arising out of or resulting from, the performance of this contract, provided that any such claims, damage, loss of expenses is attributed to bodily injury, sickness, disease, personal injury or death, or to injury to or destruction of tangible property including the loss or loss of use resulting there from and is caused in whole or in part by any negligent act or omission of the tenant.

PROHIBITION OF LOBBYING: During the black out period which is, the period between the time the submittals for Invitation to Bid or the Request for Proposals, or Qualifications, or information, as applicable, are received at Contracts / Purchasing and the time the Board awards the contract, no proposer, no lobbyist, principal, or other person may lobby, on behalf of a competing party in a particular procurement matter, any member of the Board, or any Board employee other than the Financial Services Manager. Violation of this provision may result in disqualification of violating party. All questions regarding this Request for Proposals (RFP) or Invitation to Bid (BID) must be submitted in writing to the Board's Financial Services Manager.

ANTI TRUST LAWS: By submission of a signed RFP or BID, the successful Vendor acknowledges compliance with all antitrust laws of the United States and the State of Florida, in order to protect the public from restraint of trade, which illegally increases prices.

CONFLICT OF INTEREST: The award of the contract hereunder is subject to the provisions of Chapter 112 of the Florida Statutes. Vendors shall disclose the name of any Officer, Director, Partner, Associate, or Agent who is also an Officer, Appointee, or Employee of any of the Boards at the time of the RFP or BID, or at the time of occurrence of the Conflict of Interest thereafter.

INTERPRETATION, CLARIFICATIONS AND ADDENDA: No oral interpretations will be made to any vendor as to the meaning of the RFP/BID Contract Documents. Any inquiry or request for interpretation received by the Financial Services Manager before the date listed herein will be given consideration. All such changes or interpretations will be made in writing in the form of an addendum and, if issued, will be distributed at or after the Pre-Proposals/Pre-Bid Conference, mailed or sent by available or electronic means to all attending prospective Submitters prior to the established RFP/BID opening date. Each Vendor shall acknowledge receipt of such addenda in the space provided. In case any Proposer/Bidder fails to acknowledge receipt of such addenda or addendum, his offer will nevertheless be construed as though it had been received and acknowledged and the submission of his bid will constitute acknowledgment of the receipt of same. All addenda are a part of the RFP/BID FORMS and each Proposer/Bidder will be bound by such addenda, whether or not received by him. It is the responsibility of each proposer/bidder to verify that he has received all addenda issued before RFP's/BID's are opened. In the case of unit price items, the quantities of work to be done and materials to be furnished under this RFP/BID Contract are to be considered as approximate only and are to be used solely for the comparison of RFP's/BID's received. The Board and/or his CONSULTANT do not expressly or by implication represent that the actual quantities involved will correspond exactly therewith; nor shall the Vendor plead misunderstanding or deception because of such estimate or quantities of work performed or material furnished in accordance with the Specifications and/or Drawings and other Proposals/Bid Documents, and it is understood that the quantities may be increased or diminished as provided herein without in any way invalidating any of the unit or lump sum prices bid.

GOVERNING LAWS AND REGULATIONS: The Vendor is required to be familiar with and shall be responsible for complying with all federal, state and local laws, ordinances, rules and regulations that in any manner affect the work.

PROPRIETARY/CONFIDENTIAL INFORMATION: Vendors are hereby notified that all information submitted as part of, or in support of RFP's/BID's, will be available for public inspection ten days after opening of the RFP's/BID's or until a short list is recommended whichever comes first, in compliance with Chapter 119, and 287 of the Florida Statutes. Any person wishing to view the RFP's/BID's must make an appointment by calling the Financial Services Manager at (352) 793-0200. All RFP's/BID's submitted in response to this solicitation become the property of the Board. Unless information submitted is proprietary, copy written, trademarked, or patented, the Board reserves the right to utilize any or all information, ideas, conceptions, or portions of any RFP/BID, in its best interest.

TAXES: The Board of Sumter County Commissioners is exempt from any taxes imposed by the State and/or Federal Government. Exemption certificates will be provided upon request.

NON-COLLUSION DECLARATION: By signing this RFP/BID, all Vendors shall affirm that they shall not collude, conspire, connive or agree, directly or indirectly, with any other Proposer, firm, or person to submit a collusive or sham Proposals in connection with the work for which their RFP/BID has been submitted; or to refrain from Bidding in connection with such work; or have in any manner, directly or indirectly, sought by person to fix the price or prices in the RFP/BID or of any other Bidder, or to fix any overhead, profit, or cost elements of the RFP/BID price or the RFP/BID price of any other Bidder, or to secure through any collusion, conspiracy, connivance, or unlawful agreement any advantage against any other Bidder, or any person interested in the proposed work.

PROPOSER RESPONSIBILITY: Invitation by the Boards to vendors is based on the recipient's specific request and application to DemandStar by Onvia at www.DemandStar.com [(800) 711-1712] or as the result

of response by the public to the legal advertisements required by State law. Firms or individuals submit their responses on a voluntary basis, and therefore are not entitled to compensation of any kind.

OWNERSHIP OF SUBMITTALS: All responses, inquiries or correspondence relating to or in reference to this RFP/BID, and all other reports, charts, displays, schedules, exhibits and other documentation submitted by the vendors will become the property of the Board. Reference to literature submitted with a previous RFP/BID will not relieve the Bidder from including any required documents with this RFP/BID.

EXAMINATION OF BID DOCUMENTS: Each Bidder shall carefully examine the RFP/BID Document to ensure all pages have been received, all drawings and/or Specifications and other applicable documents are included, and shall inform himself thoroughly regarding any and all conditions and requirements that may in any manner affect cost, progress or performance of the work to be performed under the Contract. Ignorance on the part of the CONTRACTOR will in no way relieve him of the obligations and responsibilities assumed under the Contract.

VENDOR RESPONSIBILITY: Vendors are fully and completely responsible for the labeling, identification and delivery of their submittals. The Financial Services Manager will not be responsible for any mislabeled or misdirected submissions, nor those handled by delivery persons, couriers, or the US Postal Service.

DRUG FREE WORKPLACE: All Proposers/Bidders shall submit the enclosed, duly signed and notarized form entitled "Drug Free Workplace Certificate". The Drug Free Workplace Vendor shall have the burden of demonstrating that his program complies with Section 287.087 of the Florida Statutes, and any other applicable state law.

BOARD OF SUMTER COUNTY COMMISSIONERS, are political subdivisions of the State of Florida, and reserve the right to reject any and/or all submittals, reserve the right to waive any informalities or irregularities in the examination process, and reserve the right to award contracts and/or in the best interest of the Boards. Submittals not meeting stated minimum terms and qualifications may be rejected by the Boards as nonresponsive. The Boards reserve the right to reject any or all submittals without cause. The Boards reserves the right to reject the submission of any Vendor in arrears or in default upon any debt or contract to the Boards, or who has failed to perform faithfully any previous contract with the Boards or with other governmental agencies.

PUBLIC RECORDS LAW: Correspondence, materials and documents received pursuant to this RFP/BID become public records subject to the provisions of Chapter 119, Florida Statutes.

VERIFICATION OF TIME: Nextel time is hereby established as the Official Time of the Boards.

PREPARATION OF PROPOSALS/BIDS:

Signature of the Bidder: The Bidder must sign the RFP/BID FORMS in the space provided for the signature. If the Proposer/Bidder is an individual, the words "doing business as _____," must appear beneath such signature. In the case of a partnership, the signature of at least one of the partners must follow the firm name and the words, "Member of the Firm" should be written beneath such signature. If the Proposer/Bidder is a corporation, the title of the officer signing the RFP/BID on behalf of the corporation must be stated and evidence of his authority to sign the RFP/BID must be submitted. The Proposer/Bidder shall state in the RFP/BID FORMS the name and address of each person interested therein.

Basis for Bidding: The price proposed for each item shall be on a lump sum or unit price basis according to specifications on the RFP/BID FORM. The proposed prices shall remain unchanged for the duration of the Contract and no claims for cost escalation during the progress of the work will be considered, unless otherwise provided herein.

Total Proposed Price/Total Contract Sum Proposed: If applicable, the total price bid for the work shall be the aggregate of the lump sum prices proposed and/or unit prices multiplied by the appropriate estimated quantities for the individual items and shall be stated in figures in the appropriate place on the RFP/BID FORM. In the event that there is a discrepancy on the RFP/BID FORM due to unit price extensions or additions, the corrected extensions and additions shall be used to determine the project bid amount.

TABULATION: Those wishing to receive an official tabulation of the results of the opening of this RFP/BID are to submit a self-addressed, stamped business size (No. 10) envelope, prominently marked on the front lower left side, with the RFP identification. Tabulation requested by telephone, fax or electronic media will not be accepted.

OBLIGATION OF WINNING BIDDER: The contents of the RFP/BID of the successful proposer/bidder will become contractual obligations if acquisition action ensues. Failure of the successful Proposer/Bidder to accept these obligations in a contract may result in cancellation of the award and such vendor may be removed from future participation.

AWARD OF BID: It is the Boards' intent to select a vendor within sixty (60) calendar days of the deadline for receipt of Proposals/Bids. However, Proposals/Bids must be firm and valid for award for at least ninety (90) calendar days after the deadline for receipt of the RFP/BID.

ADDITIONAL REQUIREMENTS: The firms shall furnish such additional information as the Boards may reasonably require. This includes information which indicates financial resources as well as ability to provide the services. The Boards reserve the right to make investigations of the qualifications of the firm as it deems appropriate.

PREPARATION COSTS: The Boards shall not be obligated or be liable for any costs incurred by Proposers/Bidders prior to issuance of a contract. All costs to prepare and submit a response to this RFP/BID shall be borne by the Proposer/Bidder.

TIMELINESS: All work will commence upon authorization from the Boards' representative (Financial Services Manager). All work will proceed in a timely manner without delays. The Contractor shall commence the work UPON RECEIPT OF NOTICE TO PROCEED and/or ORDER PLACED (PURCHASE ORDER PRESENTED), and shall deliver in accordance to the terms and conditions outlined and agreed upon herein.

DELIVERY: All prices shall be FOB Destination, Sumter County, Florida, inside delivery unless otherwise specified.

ADDITIONAL SERVICES/PURCHASES BY OTHER PUBLIC AGENCIES ("PIGGY-BACK"):

The Vendor by submitting a Bid acknowledges that other Public Agencies may seek to "Piggy-Back" under the same terms and conditions, during the effective period of any resulting contract – services and/or purchases being offered in this Bid, for the same prices and/or terms proposed. Vendor has the option to agree or disagree to allow contract Piggy-Backs on a case-by-case basis. Before a Public Agency is allowed to PiggyBack any contract, the Agency must first obtain the vendor's approval – without the vendor's approval, the seeking Agency cannot Piggy-Back.

PLANS, FORMS & SPECIFICATIONS: Bid Packages are available from the Financial Services Manager. These packages are available for pickup or by mail. If requested to mail, the Proposer/Bidder must supply a courier account number (UPS, FedEx, etc). Proposers/Bidders are required to use the official RFP/BID FORMS, and all attachments itemized herein, are to be submitted as a single document. Any variation from the minimum specifications must be clearly stated on the RFP/BID FORM and/or Exceptions/Deviations Sheet(s). Only one set of plans, forms, and specifications will be furnished each company or corporation interested in submitting a Proposals/bid. RFP/BID FORM documents for this project are free of charge and are available on-line and are downloadable (vendor must pay any DemandStar fees or any shipping).

MANUFACTURER'S NAME AND APPROVED EQUIVALENTS: Any manufacturer's names, trade names, brand names, information and/or catalog numbers listed in a specification are for information and not intended to limit competition unless otherwise indicated. The Proposer/Bidder may offer any brand for which he is an authorized representative, which meets or exceeds the RFP/BID specification for any item(s). If RFP's/BID's are based on equivalent products, indicate on the RFP/BID FORM the manufacturer's product name and literature, and/or complete specifications. Reference to literature submitted with a previous RFP/BID will not satisfy this provision. The Proposer/Bidder shall explain in detail the reason(s) why the proposed equivalent will meet the specifications and not be considered an exception thereto. RFP's/BID's which do not comply with these requirements are subject to rejection. RFP's/BID's lacking any written indication of intent to quote an alternate brand will be received and considered in complete compliance with the specifications as listed on the RFP/BID FORM. The Financial Services Manager is to be notified, in writing, of any proposed changes in materials used, manufacturing process, or construction. However, changes shall not be binding upon the Boards unless evidenced by a Change Notice issued and signed by the Financial Services Manager, or designated representative.

QUANTITIES: The quantities as specified in this RFP/BID are estimates only and are not to be construed as guaranteed minimums.

SAMPLES: Samples of items, when called for, shall be furnished free of expense, and if not destroyed may, upon request, be returned at the Proposer's/Bidder's expense. Each sample shall be labeled with the Proposer's/Bidder's name, manufacturer brand name and number, RFP/BID number and item reference. Samples of successful Proposer's/Bidder's items may remain on file for the term of the contract. Request for return of samples shall be accompanied by instructions which include shipping authorization and must be received at time of opening. Samples not returned may be disposed of by the Boards within a reasonable time as deemed appropriate.

DOCUMENT RE-CREATION: Vendor may choose to re-create any document(s) required for this solicitation, but must do so at his own risk. All required information in the original Board format must be included in any recreated document. Submittals may be deemed non-responsive if required information is not included in any recreated document.

ACKNOWLEDGED:

(Signature and Date)

This document must be completed and returned with your Submittal

DRUG FREE WORKPLACE CERTIFICATE

I, the undersigned, in accordance with Florida Statute 287.087, hereby certify that,

Willis of Florida, Inc.
(print or type name of firm)

- Publishes a written statement notifying that the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance is prohibited in the workplace named above, and specifying actions that will be taken against violations of such prohibition.
- Informs employees about the dangers of drug abuse in the work place, the firm's policy of maintaining a drug free working environment, and available drug counseling, rehabilitation, and employee assistance programs, and the penalties that may be imposed upon employees for drug use violations.
- Gives each employee engaged in providing commodities or contractual services that are under proposal or bid, a copy of the statement specified above.
- Notifies the employees that as a condition of working on the commodities or contractual services that are under proposal or bid, the employee will abide by the terms of the statement and will notify the employer of any conviction of, plea or guilty or nolo contendere to, any violation of Chapter 1893, or of any controlled substance law of the State of Florida or the United States, for a violation occurring in the work place, no later than five (5) days after such conviction, and requires employees to sign copies of such written (*) statement to acknowledge their receipt.
- Imposes a sanction on, or requires the satisfactory participation in, a drug abuse assistance or rehabilitation program, if such is available in the employee's community, by any employee who is so convicted.
- Makes a good faith effort to continue to maintain a drug free work place through the implementation of the drug free workplace program.
- "As a person authorized to sign this statement, I certify that the above named business, firm or corporation complies fully with the requirements set forth herein".

Authorized Signature

Date Signed

State of: Florida

County of: Hillsborough

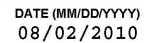
Sworn to and subscribed before me this _____ day of _____, 20__

Personally known _____ or Produced Identification _____
(Specify Type of Identification)

Signature of Notary

My Commission Expires _____

(seal)



IMPORTANT

If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

DISCLAIMER

This Certificate of Insurance does not constitute a contract between the issuing insurer(s), authorized representative or producer, and the certificate holder, nor does it affirmatively or negatively amend, extend or alter the coverage afforded by the policies listed thereon.

WE, THE UNDERSIGNED, HEREBY CERTIFY that the following described insurance is in force at this date:

NAME OF ASSURED: Willis Group Holdings Limited and/or all Subsidiary and/or all Associated Companies Worldwide including Willis North America, Inc.

ADDRESS OF ASSURED: Cedar House, 41 Cedar Avenue, Hamilton, HM12, Bermuda
with an office at: 200 Liberty Street, New York, NY 10281

KIND OF INSURANCE: Worldwide Brokers and Agents Errors & Omissions
Liability Insurance (Claims Made Form)

POLICY/COVER NOTE NO.: FSIL2010.11

PERIOD: July 31, 2010 to July 30, 2011, both days inclusive

AGGREGATE LIMIT OF LIABILITY: US \$5,000,000 for the policy period.

CARRIER: Various including Lloyd's of London, XL Europe Ltd and the Group Captive insurer.

This document is furnished to you as a matter of information only. The issuance of this document does not make the person or organization to whom it is issued an additional Assured, nor does it modify in any manner the contract of insurance between the Assured and the Underwriters. Any amendment, change or extension of such contract can only be effected by specific endorsement attached thereto. Should the above mentioned contracts of insurance be cancelled, assigned or changed during the above named policy period in such manner as to affect this document no obligation to inform the holder of this document is accepted by the undersigned or by the Underwriters.

SEVERAL LIABILITY NOTICE: The subscribing insurer's obligations under contracts of insurance to which they subscribe are several and not joint and are limited solely to the extent of their individual subscriptions. The subscribing insurers are not responsible for the subscription of any co-insuring subscriber who, for any reason, does not satisfy all or part of its obligations.

NOT VALID UNLESS ATTACHED TO AN ACCORD CERTIFICATE FORM AND
SIGNED BY DAVID CLARKE

Willis Legal Entities as of 01-01-2010

| Name |
|---|
| Hilb Rogal & Hobbs of Atlanta, Inc. |
| The Managing Agency Group, Inc. |
| Willis Insurance Services of Atlanta, Inc. |
| Willis of Massachusetts, Inc. |
| Baccala & Shoop Insurance Services |
| Freberg Environmental, Inc. |
| Global Special Risks, LLC |
| Hilb Rogal & Hobbs Investment Company |
| Hilb Rogal & Hobbs Services Company |
| HRH Consulting, LLC |
| HRH E&S Services, LLC |
| HRH Investment Advisors, LLC |
| HRH Risk Mitigation, Inc. |
| HRH Securities, LLC |
| Hunt Insurance Group, LLC |
| InsuranceNoodle of Massachusetts, Inc. |
| InsuranceNoodle, Inc. |
| Maclean, Oddy & Associates, Inc. |
| New World E&S, LLC |
| Philadelphia Benefits, LLC |
| Premium Funding Associates, Inc. |
| Queenswood Properties, Inc. |
| SB&T Captive Management Company |
| Smith, Bell & Thompson, Inc. |
| Westport Financial Services, LLC |
| Westport HRH, LLC |
| Willis Administrative Services Corporation |
| Willis Americas Administration, Inc. |
| Willis Benefits of Pennsylvania, Inc. |
| Willis Commercial, Inc. |
| Willis Corroon Corporation of Sacramento |
| Willis HRH, Inc. |
| Willis IIB, Inc. |
| Willis Insurance Brokerage of Utah, Inc. |
| Willis Insurance Services of California, Inc. |
| Willis Insurance Services of Georgia, Inc. |
| Willis Management (Vermont) Ltd. |
| Willis of Alabama, Inc. |
| Willis of Colorado, Inc. |
| Willis of Connecticut, LLC |
| Willis of Delaware, Inc. |
| Willis of Florida, Inc. |
| Willis of Greater Kansas, Inc. |
| Willis of Illinois, Inc. |
| Willis of Kansas, Inc. |
| Willis of Louisiana, Inc. |
| Willis of Maryland, Inc. |
| Willis of Michigan, Inc. |
| Willis of Minnesota, Inc. |

Willis Legal Entities as of 01-01-2010

| |
|--------------------------------------|
| Willis of New Hampshire, Inc. |
| Willis of New Jersey, Inc. |
| Willis of New York, Inc. |
| Willis of North Carolina, Inc. |
| Willis of Northern New England, Inc. |
| Willis of Ohio, Inc. |
| Willis of Oklahoma, Inc. |
| Willis of Oregon, Inc. |
| Willis of Pennsylvania, Inc. |
| Willis of Seattle, Inc. |
| Willis of Tennessee, Inc. |
| Willis of Texas, Inc. |
| Willis of Virginia, Inc. |
| Willis of Wisconsin, Inc. |
| Willis of Wyoming, Inc. |
| Willis Personal Lines, Inc. |
| Willis Programs of Connecticut |
| Willis Re Inc. |
| Willis Securities, Inc. |
| Willis Services LLC |

QUALIFICATIONS OF THE FIRM AND/OR INDIVIDUAL(S)

QUALIFICATIONS OF THE FIRM AND/OR INDIVIDUAL(S)

| | |
|----|---|
| | Provide a brief history of you and your consulting firm along with your current organizational chart. |
| a. | |

Our Organization

Willis North America is wholly owned by Willis Group Holdings. We are a public company and listed on the New York Stock Exchange under the symbol WSH.

We are the largest broker in the State of Florida in terms of number of offices, revenue and volume of insurance. With \$35 Billion in insurance business, we have the clout to effectively negotiate the best in terms for rates, contracts, and conditions relative to the placement of insurance products and related vendor services. Our 11 Employee Benefits Offices include: Naples, Miami, Boca Raton, Vero Beach, West Palm Beach, Gainesville, Lake Mary, Tallahassee, Jacksonville, Tampa, and Sarasota.

Willis is one of the largest employee benefits consulting firms in the world. We evolved by building our advisory and transactional capabilities into a worldwide, knowledge-based professional services organization. Since we are not distracted by areas such as underwriting or mutual funds, our 17,000 professionals in 400 offices spread across 120 countries are able to channel all of their energies into being the world's finest insurance broker/consultant.

Our History:

Willis has an illustrious history. Its origins lie in the early 19th century with the founding in London of three firms, Henry Willis & Co, Faber Brothers, and Dumas & Wylie, the first two of which merged in 1897 to form Willis, Faber & Co. When that firm was joined by Dumas & Wylie, in 1928, the famous name of Willis, Faber & Dumas Limited came into being.

R A Corroon & Co. Inc. was established in New York in 1905. In 1966 it merged with C R Black Jr. Corporation. Of a great many subsequent amalgamations the most significant was with Synercon Corporation, of Nashville, in 1976.

In mid-1998 the Group's shareholders accepted an offer from the leveraged buy-out specialists Kohlberg Kravis Roberts. Consequently the Group, which had been publicly quoted since 1976, reverted to being a private company. In 1999, the Group's operations amalgamated under one name, Willis Group Limited.

October 1, 2008, Willis acquired Hilb Rogal & Hobbs, one of the largest insurance and risk management intermediaries in North America. It more than doubled Willis' high-growth employee benefits business in North America while strengthening our middle-market leadership. As of December 31, 2009, Willis had approximately 17,000 Associates world wide.

Through our "One Flag" approach, our Client Advocate service model and usage of the latest technology, we are able to draw upon the talents and information found in any Willis office

worldwide to consistently deliver the expertise, products, and services our clients require and expect of a premier broker/consultant.

Organizational Structure and Service Team

The employee benefits team selected to support Sumter County is well qualified and experienced in providing employee benefit consulting services to public sector organizations. Together we have over 100 years of employee benefits experience serving clients in many different types of organizations including municipalities, not-for-profits, healthcare, retail and other industry sectors. We believe that this diverse client base enriches our expertise to ensure that options for solutions developed are truly unique to meet the needs of each client – not provided in a “one-size fits all approach to consulting” for a given type of organization. Further, our team includes individuals experienced in working for local government, consulting firms, insurance carriers, and human resources roles to ensure a diverse approach to client service. Further information about the team is included in Chapter 3.



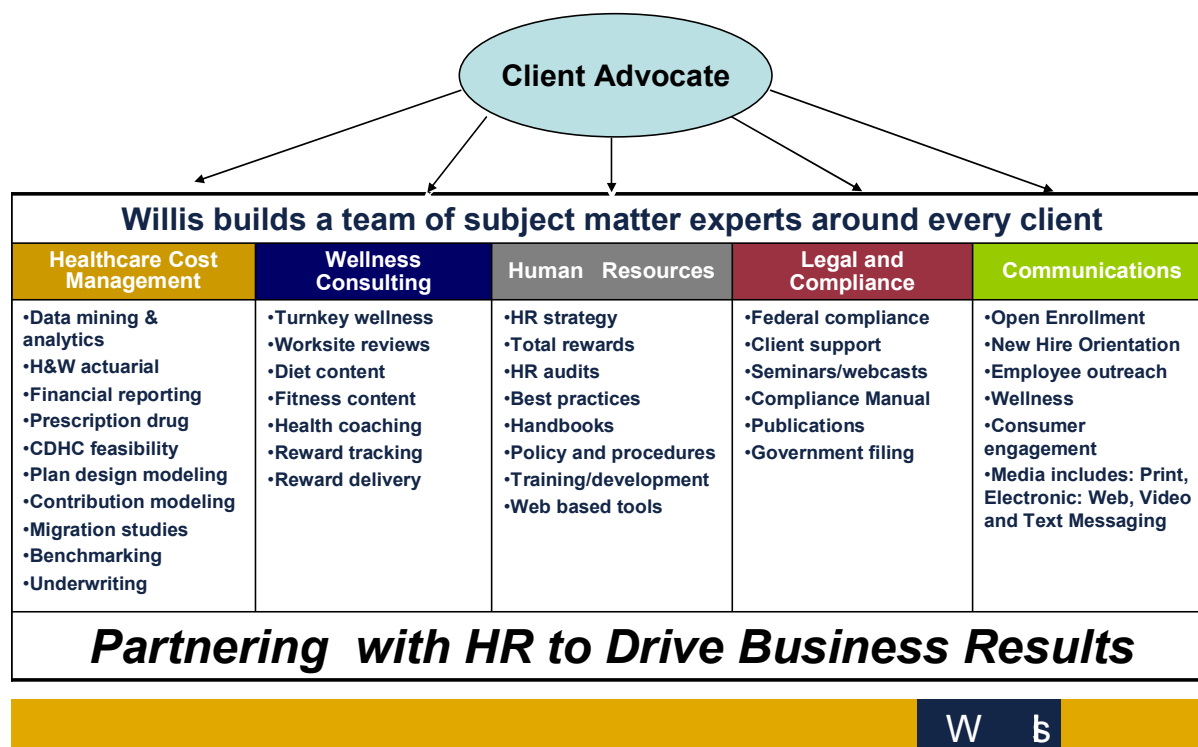
Through our internal networking capabilities, Willis Employee Benefits professionals are linked together across the country to share expertise, information and provide input on client issues. This means that benefits professionals throughout the country can assist the local service team with issues pertaining to Sumter County at any time. Our strength is enhanced by our ability to come together as one service team on behalf of our clients.

Willis Resources

The National Practice supports our Employee Benefits and Human Capital Practice and is tasked with developing new products and services that can be rolled out to Willis clients nationwide. These national resources are created to bring value-added services to our clients without the overhead of housing specialists in each local office. By developing products and services at the national level, we are able to deliver industry leading resources at affordable prices.

These resources are available in the areas of Healthcare Cost Management and Analytics, Wellness Consulting, Human Resources, Legal and Compliance and Communications. They are delivered by local Willis team members or facilitated by their efforts on behalf of our clients. We ensure that the resources are delivered in a timely and meaningful manner through the team that is designed to best meet the client's needs. By providing this support on a national basis, our local teams can focus their efforts on fully understanding the needs of the City while partnering with them to meet their objectives.

The Deliverable Difference



Our goal is to provide you with the optimal solution drawing on resources available anywhere within Willis. That knowledge may reside in the Willis office minutes from your headquarters – but it may just as likely be in our office across the country or globe. Fortunately, no matter where you or your operations are located, you benefit from the entirety of Willis resources – wherever they might be found.

The more efficient the delivery of that expertise, the more likely we are to exceed your expectations. However, no single office can match the composite knowledge, experience and leverage of a worldwide organization. In today's economy, organizations can benefit greatly from our diverse base and shared knowledge across all Willis offices. The term we use for the service model that allows this sharing of resources is "glocal" – global resources delivered locally. We implement this through several means:

1. Your Client Advocate is empowered to create a team of skilled professionals drawn from all corners of the Willis globe to meet your employee benefit needs.

2. Willis' investment in technology makes it possible for us to provide instant access to our global resources, while still delivering the customized local service you need.
3. Our business structure and corporate culture are built upon cooperation, knowledge sharing and interconnectedness rather than the more common "silo" mentality that isolates resources and structurally inhibits fast, efficient communication and delivery of resources worldwide.

As described above, the Willis National Practice provides services, tools and resources within five key areas to support our clients in the benefit and human resources administration. These include:

- ✓ Healthcare Cost Management
- ✓ Wellness Consulting
- ✓ Human Resources
- ✓ Legal and Compliance
- ✓ Communications

To supplement our proposal and some of the Exhibits included, we will address each of these areas and focus on those that may be of particular interest to Sumter County.

Healthcare Cost Management

In Chapter 6, the Willis Consultative Process describes several of the financial and healthcare cost management reports and functions provided to our clients. We have included in the Exhibits section a number of key samples; including a benchmarking analysis, marketing analysis, and a financial dashboard report. These are representative samples and will be customized to the specific needs of Sumter County. One of the considerations that may be valuable to Sumter County is an analysis to determine the appropriate funding mechanism for Sumter County medical plan.

Wellness Consulting

Wellness campaigns take time, energy and drive – without those factors, like everything else, they can fail. Willis provides you with the tools, resources and expertise you need to develop a program that employees will engage in and that will motivate them throughout the year. Our wellness resources include:

- | | |
|-----------------------------|--|
| • Intellectual capital | • Web-based coaching |
| • Survey benchmarking | • Telephonic coaching options |
| • Health Risk Assessments | • Inspiring and motivating communication |
| • Virtual health fair | • Biometric screenings |
| • Nutrition guidance | • Results tracking |
| • Personal fitness planning | • Employee incentives |

Stages of Transformation



Our Wellness consultants will work with you to identify and design innovative wellness and disease management solutions that specifically target your needs. We help you focus on preventable and modifiable conditions through identification of lifestyle-related claims and formation of a targeted intervention strategy that transforms behaviors and optimizes the employers' benefit programs. Willis is prepared to offer hands-on support in the following areas:

- Webinars
- Evaluate wellness programs and wellness vendors
- Provide templates, tool kits and guides
- Develop wellness solutions for small, mid-size and large clients
- Assist in coordination of wellness programs and meetings
- Introduce turnkey wellness programs
- Evaluate utilization data to determine appropriate wellness program design
- Manage relationships with wellness vendors at regional and national level

Willis also conducts an annual Willis Wellness Survey. This process provides insights into what middle-market employers are doing in terms of wellness and disease management. The survey offers an overview of the effectiveness of these programs and recommendations on ways to promote program success. Details from previous surveys have included:



- Views from company leadership regarding program success, commitment to the programs and views on tying lifestyle to cost of medical benefits
- Key factors for program success
- Details on measuring and monitoring return on investment
- Barriers to implementation
- Specific benefits provided and incentives used to help drive participation
- Types of vendors being used

For many employers, understanding the clinical and quality issues affecting wellness and disease management is an important step in determining the value such programs are offering to participants. If clinical/quality issues are not addressed, then employers cannot expect positive changes in the wellness and disease states of their employees. From Willis' Wellness & Disease Management Survey, it is estimated that 74% of healthcare spending is on individuals with chronic conditions.

Addressing and solving clinical and quality issues is an important tool for managing diseases and emphasizing healthier lifestyles for employees, all of which may potentially lead to decreased healthcare costs. As your advisor, Willis sees the importance of evaluating vendors for performance standards and has a vested interest in making sure comprehensive data regarding return on investment is available to our clients.

Willis offers a number of services related to clinical issues and provider quality including:

- Reviewing and modifying wellness/prevention best practices and vendors
- Evaluating provider networks and services in regard to quality
- Participating in seminars with other employee benefits executives for client education
- Case management, disease management and utilization review vendor audits
- Disease management carve-outs
- Carrier negotiations on specific issues such as large claims and coverage exceptions (on an as needed basis)
- Cost management processes related to pharmacy: formulary, specialty drugs, PBM selection and evaluation of prescription drugs (including brand, generic and OTC)
- Plan design issue assessment, e.g., bariatric surgery
- Leading research efforts on emerging medical conditions
- Clinical perspective evaluation of disability/paid time off processes and reports

To address the relentless upward spiral of healthcare, employers must look beyond making changes to their health plans and take meaningful steps to encourage employees to make healthier lifestyle choices.

The benefits of worksite wellness programs go beyond reduced healthcare costs; 56% of employers sponsoring wellness programs have seen increased employee morale and 41% have noticed improved employee health. Improvement in health can reduce absenteeism and workers' compensation costs and improve productivity.

Please see our Exhibits Section for our Wellness Brochure and sample Employee Wellness Newsletter.

Human Resources

Willis understands that Benefits is just one aspect of your human resources department. Human resources professionals are tasked with supporting organizational efforts to attract, retain and motivate an engaged and productive workforce. To help clients face the competing demands placed on today's human resources professionals, our HR Partner consultants work with your organization to unlock the full potential of your human resources department.

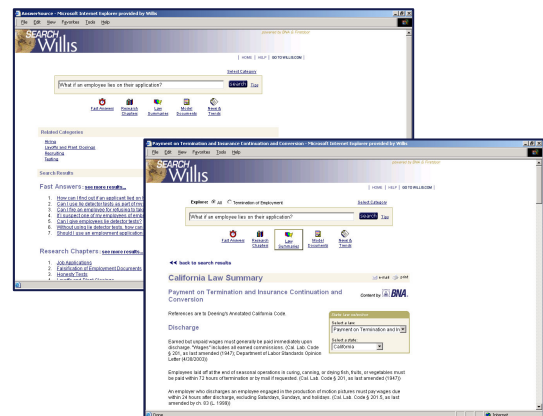
From streamlining processes to leveraging technology to gain efficiencies that allow you to better support your organizational objectives, we can support you. Our HR Partner consultants will develop or review your human resources policies and procedures while keeping in mind the legal and compliance issues that impact your organization. HR Partner is available to assist with:

- HR Strategic Planning
- Best Practice HR Transformation
- Service Delivery Model Design
- HR Performance Reporting and Analysis
- HR Technology Assessment
- Compensation
- Training and Development

- Recruitment and Selection
- Policies and Procedures
- Total Rewards
- HR Compliance Audits
- Employee Handbooks

As a Willis client, you will be given access to **Search Willis**, which provides you with 24/7 access to a comprehensive library of plain-English HR compliance help. You've found the place for fast, reliable employment and labor law answers - so you can do your job better and faster. With Search Willis you can:

- ✓ Access time saving HR tools, such as checklists, policies, forms, letters, calculators, etc
- ✓ Stay current on the latest news, white papers, state comparison charts, and a listing of resource centers to keep you Informed
- ✓ Ask the Expert: E-mail questions to our HR experts and receive an answer back within one business day.
- ✓ Job Description Manager: Online tool provides you with sample job descriptions for more than 2,400 job titles. It is customizable to fit your specific needs. In just one click you can add, edit, delete and reorganize information easily and quickly in order to create your own job description library. For more details, watch the Job Description Manager.
- ✓ Policy and Handbook Manager: Create custom policies, forms and handbooks in minutes. Select from the extensive library of prewritten, ready-to-use documents or create your own.
- ✓ National Employee Attitude Survey: Learn what your workforce thinks about communication, supervision and teamwork at your organization. Simply send your employees the link to a questionnaire and Search Willis does the rest, resulting in a custom-written report of your results and how they compare to similar organizations nationwide. Service is quick, confidential, and free with your subscription.
- ✓ Newsletter Wizard: Create employee newsletters that can be emailed, printed or linked on your company intranet. With the Newsletter Wizard, you can edit an existing article, select another from an extensive article library or create your own with the built-in text editor. In one click you can publish your completed newsletter to a PDF file.



HR Partner also offers state-of-the-art online training tools that deliver consistent messages and measurable results while limiting the costs associated with loss of productivity. Our on-line training solutions include content written by industry-leading law firms and were designed to quickly disseminate information while keeping the student engaged in the course. Each 45 minute "Ready Course" includes closed captioning, book marking, note-taking capabilities and intuitive navigation.

Additionally, interactions are dispersed throughout the course such as true/false, multiple choice, matching, drag/drop scenarios and action plans. An end quiz is presented to the

student as the final step and missed questions during the course are recycled back to the end quiz for reinforcement.

Willis Training Solutions are delivered over the Internet and include a Learning Management System (LMS) for HR to assign, track and report employee progress. *Please see our Exhibits Section for an extensive course listing.* Sample courses include:

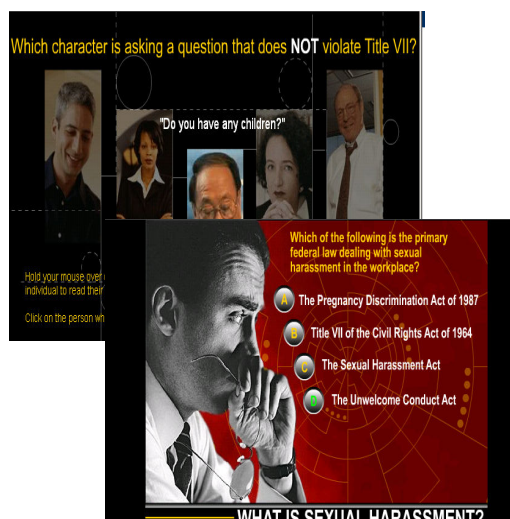
- Sexual Harassment Training
- Employment Discrimination
- Preventing Slips, Trips, and Falls
- Legal & Effective e-Mail
- Interviewing Within the Law
- Workers' Compensation
- Diversity
- ADA

You can view a short demo of Willis Training Solutions course content by going to the following URL: <http://lms.willistrainingsolutions.com>

Username: willis_demo

Password: train

Company: Willisdemo



HR Partner's solutions can help unlock the full potential of your organization by delivering real, measurable and substantial business benefits. HR Partner can work with Sumter County to:

- Realign any existing HR programs or policies that are no longer in step with your business plan and strategic direction
- Eliminate HR programs or policies that are counterproductive or unnecessary
- Design and implement HR programs or policies that are legally required or necessary to ensure that HR is contributing to your business plan objectives

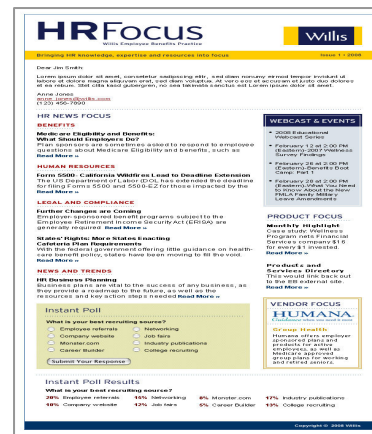
HR Partner provides a vast array of services in areas such as:

- Workplace Practices and Administration: We work with clients to keep updated and compliant handbooks, policies and procedures, job descriptions, exit interviews and much more.
- Strategic Planning and Alignment: We provide assistance in departmental reorganization and regularly work with clients to create a more effective and efficient HR department.
- Employment Process: We assist clients with the necessary guidance and support regarding the recruitment and new hire process.

- **Total Rewards Consulting:** Our consultants are trained in the total rewards concept and are able to offer consulting to our clients interested in discovering new ways they can attract, motivate and retain employees.
 - **HR Audits:** As part of our comprehensive services, HR Partner will review your human resource practices, policies and procedures in accordance with federal and state employment requirements for proper implementation of HR programs. HR Partner will review a wide range of employee-related practices, procedures and policies including: job application forms, offer letters, orientation procedures, releases and immigration status, periodic performance review forms and content, personnel file contents, performance warning procedures, termination procedures and unemployment monitoring.
- We will deliver the results in a written report that will include recommended modifications and additions and/or deletions to current programs. Additional suggestions will be provided as needed for modifying company forms, documents and projects. Ongoing consultations and actual on-site implementation of the recommended changes is available on a retainer basis.
- **Compensation Consulting:** HR Partner consultants and their partners will work with you to design a strategy that spends your compensation dollars effectively. We'll work with you and your senior team to determine the target market level, competitive organizations and geographic concerns that are critical for making future compensation and benefits decisions. Whether it's designing an internal pay strategy that addresses the relative value of jobs within your organization, external pay strategies that determine market competitiveness or a sales compensation strategy providing incentives for new business – we can help.
 - **Willis Executive Compensation Specialists:** Our specialists can help you determine alternate vehicles for executive pay strategies and variable funding options to deliver both quantitative and qualitative results. Our solutions address the full spectrum of needs including lifestyle, retirement and legacy needs. We can help you analyze buyout / exit strategies; income and estate tax consequences, and coordinate with financial retirement plans.

Legal and Compliance

The Willis National Legal & Research Group (NLRG) is a team of attorneys and paralegals with specialized expertise and firsthand experience in ERISA, the Internal Revenue Code and other laws affecting employee benefit plans and their application to employer plans. The NLRG staff has years of practical experience and in-depth knowledge of the laws and regulations that surround employee benefit plans. In addition, NLRG maintains an extensive library with many specialized publications and sources. NLRG attorneys maintain and cultivate their many contacts in the regulatory agencies in order to “pick their brains” on various questions. Although the response may not be binding, having an informal response to a question that comes from the people who draft the regulations is often sufficient guidance for many employers' issues. It also enables clients to have advance legal information



and research to provide to their own internal counsel and minimizes the costly time spent by your counsel to do comparable research and analysis.

Willis has developed several publications to communicate legal updates and compliance issues to our clients; including:

HR Focus - *HR Focus* is our primary publication for clients covering and tracking legal issues that can affect decisions about benefit plan designs, compliance issues and legislative activity on both federal and state levels. This publication also addresses hot topics in HR, trends and tools to provide our client with insight in HR and benefits. *HR Focus* also features relevant news, webcast and events, monthly survey questions, survey results, product highlights and vendor information. In addition to our bi-weekly *HR Focus* publication, we also issue:

Benefit Alerts – (issued as needed) are designed to quickly put time sensitive information into your hands. Benefit Alerts give clients insightful commentary and immediate access to legal issues impacting benefits or compliance obligations.

Please refer to the Exhibits Section for samples of HR Focus and Benefit Alerts.

Benefit Briefs – (issued to Willis consultants as needed) inform our consultant's about trends and changes in laws that might affect their clients and their client services.

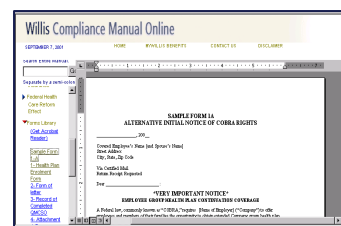
Additionally, our employment law attorneys and HR professionals are nationally recognized speakers who are regularly invited to meetings, lectures or special events as educational speakers. Willis hosts several meetings throughout the year, either on location or via webcasts, for clients to learn more about a specific topic of interest. Please refer to the Exhibits Section for a sample "Save The Date" flyer.

Willis has created an array of compliance options for the varying needs of our clients; including both self-service and customized support.

Web-Based Tools for Compliance

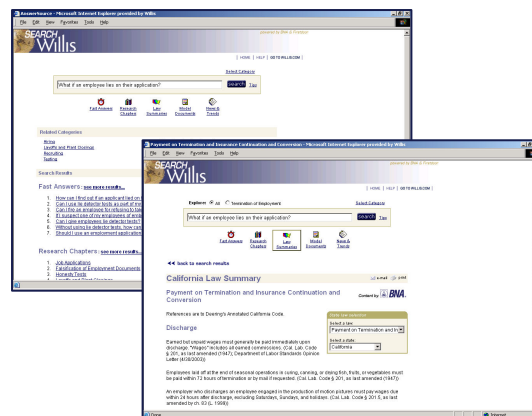
In addition to our more traditional compliance assistance, Willis also provides two additional resources that our clients find particularly valuable.

- **Willis Online Compliance Manual** covers topics such as disclosure and reporting, Cafeteria Plans, FMLA, HIPAA, COBRA, OBRA, ADA, Medicare Secondary Payor and Group Term Life Insurance. This manual is accessed through our online HR portal (Willis OnLine) and is continually updated to ensure it remains current. Please see our Willis Online Factsheet in the Exhibits Section.



- Search Willis is an Internet-based knowledge system designed to deliver HR and employee management content in an easy-to-use format. Designed as a research tool, Search Willis includes the following:

- Fast Answers: Thousands of answers to diverse questions covering all areas of HR, compensation and benefits
- Research Chapters: Deep information on HR-related topics presented in a research format
- Federal & State Law Summaries: Concise overviews of relevant laws
- News and Trends: Practical strategies to improve productivity and performance and limit potential liabilities
- Model Documents: Sample documents that can be adapted as needed
- Content: provided by the Bureau of National Affairs (BNA) and Willis's National Legal & Research Group N(LRG) and includes topics such as: compensation and benefits, employee relations, risk management and safety, performance and productivity, recruiting, selection and staffing.

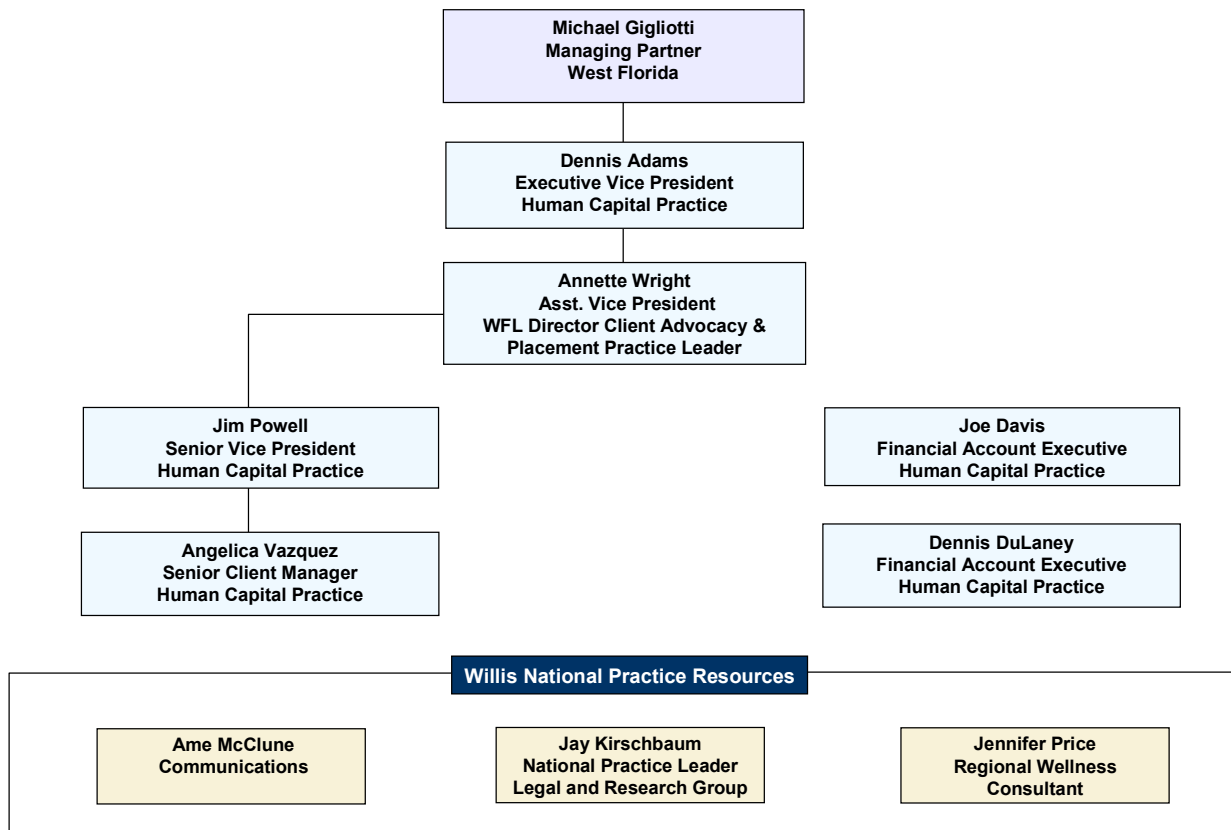


Access is provided to our clients; however, you can access the Search Willis monthly demo by going to the following URL: www.searchwillis.com. The User ID is Demo@Willis.com and the password for the month of April is "spring".

Additional compliance resources include the following:

- ✓ Form 5500 preparation
The Government Filing Center (GFC) is our internal government compliance center that manages Form 5500 filing for our clients. Using the most updated software (Relius), we are able to produce signature-ready Form 5500s with instructions.
- ✓ Summary Annual Report preparation
Summary Annual Reports can also be produced by the GFC for copying and distributing to participants. The GFC works closely with the Legal & Research Group to track new developments with the IRS and DOL regarding Form 5500 and filing requirements.
- ✓ Plan Document preparation and revision
Willis will work with your providers and our compliance staff to ensure that language is appropriate to meet both plan design and regulatory obligations.
- ✓ Compliance support for ERISA, COBRA, HIPAA, Section 125 Plans.

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|-----------|---|
| | |
| b. | Submit a Statement of Qualifications of proposed benefit consulting professionals and their credentials and experience. Provide resume of the individuals who will perform the required services under this Request for Proposal. |



Michael Gigliotti
Managing Partner, West Florida

Michael is the Managing Partner responsible for the Western Region in Florida, which includes offices in Tampa, Sarasota and Naples.

Michael has over twenty years of experience underwriting, brokering and managing large, complex commercial property & casualty insurance programs. His background includes eight years with Johnson & Higgins/Marsh in Philadelphia prior to joining Willis in 2000. His concentration of business experience includes accounts in the following areas: healthcare including life sciences and medical device manufacturers, real estate, construction, environmental, architects & engineers, higher education and food products manufacturing. Michael also has in-depth experience handling clients with international operations and global insurance programs

Michael earned a Bachelor of Science degree in Economics & Finance from Philadelphia University (formerly Philadelphia College of Textiles & Science).

Michael is on the Hillsborough County Board for Junior Achievement.

Dennis Adams
Executive Vice President, Human Capital Practice

J. Dennis Adams is Executive Vice President and Florida Employee Benefits Practice Leader for Willis of Florida. With over 34 years of experience, Dennis has been leading the growth of our Employee Benefits Consulting Practice since 2003. His areas of concentration include employee benefit plans, retirement programs and flexible benefits.

Dennis graduated from Georgia State University with a degree in Business Management. Dennis is a registered Principal of the National Association of Securities Dealers (NASD) and has served as a speaker for Employee Benefits Meetings covering Long Term Disability, and Health & Welfare benefits. Dennis currently serves on two advisory boards for major health insurance companies. Dennis also serves on the Willis EB National Practice Leader Group for North America.

Annette Wright, GBA, GBDS
Assistant Vice President
WFL Director of Client Advocacy and Placement Practice Leader

Annette Wright is a Director of Client Advocacy and Placement Practice Leader for Willis of Florida, the third largest insurance and risk management intermediary in the world. She oversees the Client Service Team for the West Florida Region and the Placement Team for the state of Florida. Besides her management responsibilities, Annette provides consulting advice and technical support to clients in many areas, including financial analysis and funding arrangements, benefits plan design, competitive bidding and state and federal compliance issues. Her 18 years of experience includes health and welfare strategic planning for single and multi state employers, benefit plan design approaches, competitive marketing strategies, program implementation, voluntary benefit evaluation, contract analysis and vendor negotiations.

Recent career experience includes:

Maintaining expert knowledge of employee benefit plan designs, industry changes, new products, legislation state and federal, market trends and underwriting guidelines; through online updates, industry publications, and carrier training seminars.

Establishing and maintaining a strong working relationship with national carriers, successfully negotiating optimum rates for existing clients.

Provide consultation to existing clients regarding employee benefit related issues, such as COBRA law, Section 125, ERISA, HIPAA, employee benefit plan designs and claims payment issues.

Some of the clients Annette has worked with include the following:

| | | |
|--------------------------|-------------------------|-------------------|
| The Hubbard Group | Raymond James Financial | Walter Industries |
| Florida Natural Growers | Danka Office Imaging | Temco Svc Ind |
| Hair Club, Inc. | Goodwill Industries | PresGar Companies |
| Anchor Glass Corporation | Kaydon Corporation | USF Credit Union |
| Kforce Inc | Pepin Distributing | LaVie |

Prior to joining Willis, Annette spent three years as the Marketing Manager at Bouchard Insurance. She has also held sales, marketing and service positions with Principal Financial Group, Humana and MetLife.

Annette holds her Florida Health and Variable Annuities License and is currently pursuing her CEBS designation. She recently obtained the Group Benefits Disability Specialist (GBDS) and Group Benefits Associate (GBA) designations

Jim Powell

Senior Vice President, Human Capital Practice

Mr. Powell is a Senior Vice President of Willis Tampa Bay Employee Benefits. He has 29 years of experience in a wide variety of health & welfare benefit issues. His practice focuses on strategic planning, health & welfare benefits, funding alternatives, reinsurance and managed care. Prior to joining Willis, Jim was an Area Vice President with Arthur J. Gallagher & Co. in Clearwater, Florida for 19 years. Preceding his consulting experience, Jim was employed by Great-West Life for 7 years as a large group account sales representative for benefit insurance and retirement plans.

Recent career experience includes:

- Negotiating, brokering, and compliance consulting for a national company with significant merger activity
- Managing the strategic planning, objective setting, design and implementation of the managed care medical and dental programs for a nationwide employer

Some of the clients Jim has worked with include the following:

- Florida's Natural Growers
- Florida Institute of Technology

- Pepin Distributing Company
- Coastal Administrative Services LLC
- Raymond James Financial, Inc,
- City of St. Petersburg, Florida
- City of Lakeland, Florida
- Lee County, Florida

Jim is a graduate of the University of Montana with a Bachelor of Science Business Administration degree. He holds his Florida Health, Life and Variable Annuities License and the Series 6 NASD Registration. Jim is pursuing his Certified Employee Benefits Specialist (CEBS) designation. He is a member of the National and Tampa Bay RIMS, SHRMA and HR Tampa organizations.

Angelica Vazquez, GBA, GBDS
Senior Client Manager

Angelica Vazquez is a Senior Client Manager with Willis. She provides consulting advice and technical support to clients in many areas, including health and wealth strategic planning, third party vendor negotiations, state and federal compliance issues, contract analysis, and employee communications strategy.

Recent career experience includes:

- Maintaining expert knowledge of employee benefit plan designs, market trends, industry changes, new products, state and federal legislation, mergers and acquisition and expatriate benefits
- Establishing and maintaining a strong working relationship with national carriers and vendors, successfully negotiating optimum rates for existing clients
- Preparation of Request For Proposals (RFP's) to various carriers
- Provide consultation to existing clients regarding employee benefit related issues, such as COBRA law, Section 125, ERISA, and HIPAA
- Creation and development of Open Enrollment and Communication Materials
- Resolution of claim and billing issues with various carriers

Some of the clients Angelica has worked with include the following:

The Hubbard Group
 Scotsman Group, LLC.
 Allied Aviation

Lee County Government
 Florida's Natural Growers
 Coastal Administrative Services, LLC

Angelica is a graduate of Bernard Baruch College with a degree in Business Administration. She also holds her Florida Health, Life, and Variable Annuities license and is a certified Group Benefits Disability Specialist. She is currently working towards her CEBS designation from the Wharton School of Business.

Joe Davis
Financial Account Executive

Joe Davis is a Financial Account Executive in Willis's Employee Benefit Group based in Tampa, Florida. His responsibilities include account management utilizing technical and underwriting skills to deliver quality service to our clients.

Mr. Davis has over 11 years of experience in the insurance industry. His most recent six years of experience has been in the employee benefits practice as a broker / consultant. His prior experience included complete underwriting responsibility for one of the major healthcare carriers.

Since joining Willis, he has specialized in claims, financial and administrative issues. Primary emphasis has been assisting clients with the review and analysis of premium adequacy, reserving requirements as well as positively negotiating rate and premium adjustments. A description of the services clients can expect include analyzing claim data and projecting future claim activity, consulting with the client to assist in defining the objectives of their benefit plan, analyzing their current program, making recommendations and implementing changes or modifications aimed at achieving their stated objectives, advising clients of legislative changes that may impact their plans and functioning as a facilitator between the client and the benefit providers.

Mr. Davis holds a Bachelor of Science Degree from Arizona State University. He also holds the GBA designation from the accredited CEBS program.

Dennis DuLaney, FSA, MAAA
Financial Account Executive

Dennis DuLaney is a Financial Account Executive in Willis' Employee Benefit Group based in Tampa, Florida. His responsibilities include account management utilizing technical and underwriting skills to deliver quality service to our clients.

Mr. DuLaney has over 5 years of experience in the employee benefits consulting industry. He has been a certified actuary for over two years and recently became a Fellow of the Society of Actuaries.

Since joining Willis, he has specialized in claims, financial and administrative issues. His primary emphasis has been assisting clients with the review and analysis of premium adequacy, reserving requirements, as well as positively negotiating rate and premium adjustments. A description of the services clients can expect include: analyzing claim data and projecting future claim activity, consulting with the client to assist in defining the objectives of their benefit plan, analyzing their current program, making recommendations and implementing changes or modifications aimed at achieving their stated objectives, advising clients of legislative changes that may impact their plans and functioning as a facilitator between the client and the benefit providers. He also has experience in performing actuarial services including: IBNR calculations, FAS valuations, Medicare Part D attestations and Trust Reconciliations.

Mr. DuLaney holds a Bachelor of Arts Degree in Mathematics and a Bachelor of Science Degree in Computer Information Systems from Rider University. He also has his Florida Health and Variable Annuities license.

Ame McClune
Director of Marketing & Client Communications
National Practice Leader

Ame McClune is the national director of marketing and client communications for Willis Employee Benefits. Ame leads a team of communication specialists and designers who create strategic benefit and Human Resources communication plans for Employee Benefit clients. The team prepares and coordinates the creation and production of campaign components across all media platforms.

Prior to joining Willis, Ame developed and implemented a self-service benefit portal for over 100,000 active and retiree users for a Fortune 500 company. For the past 5 years, Ame has worked exclusively in the area of employee and benefit communications, training and education. Ame's other professional experience includes her work as a news editor.

Under Ame's leadership, her team develops comprehensive and targeted employee communication and education models to address the rising cost of healthcare, the impact of these costs to employees and employers, and the need for employees to become more conscientious consumers. As the national director, Ame has implemented several successful communications plans on wellness initiatives and Consumer Driven Health Plans.

Ame is Willis' foremost consultant on benefit communications and consistently offers clients efficient ways to deliver their messages to employees. Ame's unique approach to communications assists to increase the efficiency of organizations' HR departments, providing more time to handle strategic HR issues. Ame has researched and implemented a variety of solutions to deal with today's most challenging issues including: language concerns, varying workforce locations and budget constraints.

Ame is an avid learner, regularly researching employee communication issues to keep her knowledge up to date. Ame's approach to communications incorporates the newest tools and technologies with standard communications methods to reach all audiences. Ame holds a B.A. degree in Communications from the University of Pittsburgh. Ame also has conducted presentations at client locations for HR staff, employee education meetings and hosts informative employee communication webcasts.

Jay M. Kirschbaum, JD, LLM, FLMI
Vice President and National Practice Leader
Legal and Research Group

Jay Kirschbaum is National Practice Leader of Willis' Employee Benefits Legal & Research Group (LRG). Jay leads a team of attorneys and paraprofessionals located in three cities across the US who provide sales support and compliance expertise to the 50 US offices that comprise Willis' Employee Benefits Practice.

Jay has experience in a broad range of employee benefit matters including all aspects of group medical and other welfare benefit plans, employer-provided fringe benefits, qualified and non-qualified retirement plans, employee stock ownership plans, deferred compensation plans, stock option and other equity-based compensation plans.

Jay received a Master of Laws (LL.M.) in Taxation from New York University, his JD, with Distinction, from the University of Arizona, and earned the Fellow, Life Management Institute

(FLMI) designation. He has practiced for over 18 years as a tax attorney specializing in the planning, design, drafting, administration, and compliance matters related to employee benefit plans. He worked for a major life insurance company for eight years prior to joining Willis where he assisted the company's customers on a wide variety of employee benefits matters. In that capacity, Jay served as the company representative to insurance industry associations and on behalf of the company to work with federal legislators, DOL and Treasury personnel on changes to ERISA and final DOL and Treasury regulations. Prior to that Jay spent several years in private practice with major law firms in St. Louis.

Jay is a member of the Board of Directors of the American Benefits Council, the Tax Section of the American Bar Association, the Missouri and Arizona Bars, WEB, LOMA, Employee Benefits Association of St. Louis, and the Bar Association of Metropolitan St. Louis Employee Benefits Committee. Jay is a former adjunct professor in the tax LL.M. program at the Washington University/St. Louis School of Law and speaks on a variety of benefits issues for several groups locally and nationally, and has been published in several professional journals.

Jennifer C. Price, MS, RD, CWPC
Regional Wellness Consultant, National Human Capital Practice

Jennifer Price joined the National Wellness Consulting team at Willis in January 2010 and serves as the Regional Wellness Consultant for the Southeast and Atlantic regions. She is based in the Atlanta office and serves as the primary wellness contact for Willis offices located in these regions.

Jennifer's current role at Willis involves providing consultative services to both internal staff and clients regarding the design, implementation and evaluation of worksite wellness programs. She provides guidance regarding incentive program design, strategy and implementation as it pertains to employee benefits and benefit plan design. She assists clients with data analysis, business planning, vendor selection and assists with internal professional development in areas related to worksite wellness.

Prior to joining Willis, Jennifer worked in a very similar role with a local benefits broker from 2006-2009 and was responsible for developing the wellness consulting service for that organization. Previous to that, she began her career in health promotion in 2003 by working in the field of dietetics as a registered dietitian in various clinical settings. Her passion is to promote healthy lifestyle behaviors by helping organizations implement worksite wellness programs to assist in improving the overall health of their employee population.

Jennifer has a Bachelor of Arts degree in Communications from the University of Kentucky and a Masters in Allied Health from Georgia State University. She also holds the designations of Licensed and Registered Dietitian from the Commission on Dietetic Registration and recently obtained the designation of Certified Wellness Program Coordinator from the National Wellness Institute.

| | |
|------------------|---|
| <p>c.</p> | <p>List assignments with previous public sector clients in Florida for whom you provide similar services. Please include individual contact name, telephone number and fax numbers.</p> |
|------------------|---|

Collier County Board of County Commissioners
Jeff Walker, Risk Management Director
3301 East Tamiami Trail
Naples, FL 34112
239-74-8966

City of Plantation
Margie Moale, Human Resources Director
400 NW 734th Avenue
Plantation, FL 33317
954-797-8878

City of Safety Harbor
Bill Cropsey, Personnel Director
750 Main Street
Safety Harbor, FL 34695
727-724-1555

Lee County
Christine Brady, Human Resources Director
2115 Second Street, First Floor
Fort Myers, FL 33901
239-533-2348

Allegheny County
Amy Griser, Director, Dept. of Budget and Finance
436 Grant Street
Pittsburgh, PA 15219
412-350-4037

In addition to the local and State clients listed, Willis has serviced numerous other public entity risk management programs locally and throughout the United States. These include state and local governments, colleges and universities, and school districts. A complete list of all public entity clients would be exhaustive and impractical for this proposal. Willis Associates in different offices are connected via our intranet system to share information, experience and expertise across the country. While not all-inclusive, the following list below is a representative sample of some of Willis's various public entity clients.

| CLIENT | CLIENT LOCATION |
|--|------------------------|
| Portage County | Northern Ohio |
| Clarke Distribution Corporation | Massachusetts |
| Carol Woods, C.H.Resident Retirement Center | WC & Associates, Inc. |
| OPC Mental Health | WC & Associates, Inc. |
| Maricopa Association of Governments | Arizona |
| Trilegiant Loyalty Solutions | New York |
| City of Rock Hill | Knoxville, Tennessee |
| Hill International, Inc. | Pennsylvania |
| WSP Environment & Energy, LLC | Washington, D.C. |
| AptarGroup, Inc. | Illinois |
| Ohio Operating Engineers | Ohio |
| Ohio Operating Engineers Apprenticeship Fund | Ohio |
| Transportation Research Center | Ohio |
| Transportation Research Center | Ohio |
| Dickey, Lewis Wesley, Jr. | Wisconsin |
| Health Advocates Alliance | Wisconsin |
| Ken Leinbach | Wisconsin |
| Krueger Carl | Wisconsin |
| Vila, Marsha | Wisconsin |
| BRV Management Co., Inc. | New York |
| Faneuil Inc | New York |
| Faneuil Inc | New York |
| AptarGroup, Inc. | Resources Admin |
| Noble Denton Management Services, Inc. | Houston, Texas |
| Cavanaugh Macdonald Consulting,LLC | Birmingham, Alabama |
| Salamis (Marine and Industrial) Ltd. | Louisiana |
| Arielle Klaeser | Arizona |
| Town of Paradise Valley | Arizona |
| CaseCentral, Inc. | California |
| Pacific Messenger Service, Inc. | California |
| Individual Policies | California |
| Hart Crowser | Seattle |
| Cecil County Government | Maryland |
| City of Rockville | Washington, D.C. |
| County of Fairfax | Washington, D.C. |
| County of Fairfax | Washington, D.C. |
| Prince George's County Government | Washington, D.C. |
| The People of the State of New York | New York |
| Blount County Communications Center | Knoxville, Tennessee |

| | |
|------------------------------------|-----------------------|
| City of Kingston | Knoxville, Tennessee |
| City of Westland | Michigan |
| Fairfax County - Project Discovery | New York |
| City of Foley | Birmingham, Alabama |
| City of Oxford | Birmingham, Alabama |
| Montgomery County Commission | Birmingham, Alabama |
| City of Haines City | Florida |
| City of Oldsmar | Florida |
| City of Plantation | Florida |
| City of Safety Harbor | Florida |
| City of Thomasville | Georgia |
| Cherokee County Detention Center | North Carolina |
| Watauga County Sheriff's Office | North Carolina |
| Coos County | Oregon |
| Josephine County | Oregon |
| City of Los Angeles | New York |
| Coast Guard Exchange System | Maryland |
| Odle Management Group | Arizona |
| British Embassy | Washington, D.C. |
| Prince George's County | Illinois |
| Milwaukee, City of | Wisconsin |
| State of Alaska | New York |
| City of Boynton Beach | Florida |
| City of Margate | Florida |
| City of Tamarac | Florida |
| Collier County Government | Florida |
| City of Vidalia | Georgia |
| Fulton County | Georgia |
| Chamness Relocation | Arizona |
| City of Scottsdale | Arizona |
| State of New Mexico | Arizona |
| Town of Queen Creek | Arizona |
| City of Escondido | San Diego, California |
| City of National City | San Diego, California |
| City of Poway | San Diego, California |
| Otay Water District | San Diego, California |
| San Diego Unified Port District | San Diego, California |
| City of Laguna Beach | San Diego, California |
| City of Bremerton | Seattle, Washington |
| City of Spokane | Seattle, Washington |
| METRO | Seattle, Washington |

| | |
|-------------------------------------|---------------------|
| State of Montana | Seattle, Washington |
| University of Nevada - Las Vegas | Seattle, Washington |
| Washington, State of | Seattle, Washington |
| Remidi Senior Care | Washington |
| Comstock Servicer | Kansas |
| Shoap Technical Services | Atlanta |
| Bill of Rights Institute | Virginia |
| The Trade Event Resource Mgmt Group | Chicago, Illinois |
| Croy's Mowing LTD | Ohio |
| J.P. Elliott Assoc., Inc. | New York |
| ADC Management Services, Inc. | Colorado |
| The Scotia Group | Dallas, Texas |
| Three Forks Operating Co., LLC and | Houston, Texas |
| STAR Institute | Colorado |
| Sulfur Testing Services | Colorado |
| Sulfur Testing Services | Colorado |
| Arielle Klaeser | Arizona |
| Ida Dickinson | California |
| Maria U. Tucker | California |
| Teamstaff Government Solutions | New Jersey |
| TeamStaff, Inc. | New Jersey |
| American Red Cross | New York |
| Audit Services, US, LCC | New York |
| Bartlett Coop | Kansas |
| Cliff Hix Engineering | Kansas |
| Marrone's Inc. | Kansas |
| LINDSEY MAGNESS | Colorado |
| Town of Mansfield | New York |
| Washington County, Maryland | Baltimore, Maryland |
| Market Traders, LLC | New York |
| Ben Cook Associates | Colorado |
| Mitchell J. Berdie | Colorado |
| Recondo Technology, Inc | Colorado |
| City of Amarillo | Houston, Texas |
| City of LaPorte | Houston, Texas |
| City of Arma | Kansas |
| Our Lady Of Angels Association | New York |
| Town of Littleton | Boston |
| Town of Ware | Boston |
| Borough of Naugatuck | Connecticut |
| Sweden, Town of | New York |

| | |
|-----------------------|-------------------|
| Town of Tonawanda | New York |
| City of North Chicago | Chicago, Illinois |
| City Of Rochester | New York |
| City of Alachua | Florida |
| City of Moline | Illinois |
| City Of Derby | Connecticut |
| Town Of Seymour | Connecticut |

| | |
|-----------|--|
| | Furnish samples of communication and educational materials, such as newsletters, announcements, plan amendments and any other pertinent written documents. |
| d. | |

Your Willis team also knows that enrollment services can be a significant challenge to employers with limited staff and resources. We can provide traditional support by coordinating carrier participation and materials, attending group meetings and assisting with preparing presentations related to the open enrollment process. Willis also provides a variety of tools and resources that assist with the communications and enrollment process through both print and electronic means. We know that the selection of appropriate media must be complimentary to the organizational culture of Sumter County. Consideration of employee demographics, schedules, types of facility and work environment, access to computers, language, and preferences in hard copy vs. electronic or personal media use will all play a role in choosing the best delivery channels to reach your employees.

DELIVERY CHANNELS

Multiple channels in the key to reaching your audience

| PRINT | TECHNOLOGY | STANDOUT MARKETING | IN PERSON |
|--------------------|------------------------|--------------------|-----------------------|
| Brochures / guides | Video | Sidewalk Chalk | Video Webcats |
| Pocket Brochures | Online presentations | Balloons | Large Meetings |
| Wallet Cards | Text Messaging | Napkins | Small Gatherings |
| Magnets | Web/teleconferences | Table Tents | One-on-one counseling |
| Postcards | Electronic newsletters | Voicemail | Manager / |
| Posters / Flyers | CD/DVD/USB Drive | Promotional Items | Employee sessions |
| Newsletters | Social Media | | Expos / Fairs |
| Total Rewards | Pod Casts | | |
| Statements | QR Codes | | |
| Confirm Statements | E-mail | | |
| Output Options | Internet / Intranet | | |

Willis

The employee communication process will occur concurrently to the carrier implementation process. Working with your local benefits team and the Willis Communication Practice, you will have the expertise and resources to develop strategies and materials to effectively communicate your benefit programs. Several that we feel will be of particular interest to Sumter County include:

▪ Willis Communicator (written communication)

Willis offers a full range of traditional workplace communications solutions that can include:

- Benefit Highlights
- Folders and Handbooks
- Total Compensation Statements
- Wallet Cards
- Enrollment Kits
- Payroll Stuffers
- Posters
- And More!

We have provided a sample Benefits Guide in the Exhibits section to reflect a straight-forward format some of our clients have utilized.

Willis provides three levels of communication expertise:

1. On-Demand solutions utilize a web-based tool allowing your Willis Consultant to sit with you and design a professional communication campaign in approximately 45 minutes. With On-Demand you have access to a library of templates and graphics, faster delivery time and the flexibility to print as many or as few as needed. Please see the sample Enrollment Brochures in English and Spanish provided in the Exhibits Section.
2. By-Design solutions are similar to On-Demand but allow you to work with one of our Communication Specialists who will manage the process from start to finish. Our Communication Specialists have several years experience in designing and communicating health & welfare programs, plan design and governmental compliance.
3. Hand-Crafted solutions are unique solutions designed and developed by our Communication Specialists and offer great flexibility as to graphics, layout and design. Hand-Crafted solutions allow companies the ability to adhere to their organization's identity standards and protocols.

• Employee Newsletters

Willis offers several options for creating and delivering professional and informative employee newsletters to be used for both open enrollment communications and periodic benefit-related messaging throughout the year. Options include both complimentary and customized newsletters.

- Newsletters: Willis provides both template-based newsletters that you can modify, or custom newsletters can be created through the Willis Communicator practice and are especially written and designed for your employees. We combine our team's imagination with the experience of your HR department to deliver company-specific newsletters that your employees will want to read. Two samples for benefits and wellness are included in the Exhibits Section.

• Digital and Electronic Communications

As necessary as print and internet communications are to any communications strategy, we are realistic about the ways in which we capture your employees' attention. For this reason we offer several multimedia options in order to give your company's message the best medium possible. Here are some of those options:

- Streaming video – Tailor your message and select who you would like to deliver that message all through streaming video. This tool is great for many types of communication campaigns. In particular, we have found it highly effective for wellness messages, which are most successful when supported and delivered from the top of your organization.
- Self-running presentations with audio – Managing and delivering your message is simple with the power of recorded audio sound partnered with a PowerPoint presentation designed for you and your employees for any event you desire. Adobe Presenter can become an integral part of your on-boarding process or your annual enrollment process to ensure consistent and professional communications for all employees – regardless of their location, schedule and ability to attend individual or group presentations. You pick the topic and Willis will help you deliver the message. A sample Adobe Presenter communication piece (CD) has been provided for Sumter County and a fact sheet about Adobe Presenter is provided in our Exhibits Section.
- SMS Text Messaging – Text messaging by cell phone has become a mainstay in our modern communication. This is exactly why we have created the ability for our clients to communicate with their employees through this very important medium. Whether it is alerts or a reminder to submit enrollment paperwork on time, we find SMS text messaging to be a great tool to garner your employee' attention effectively. We encourage you to try out our demo to see for yourself. On your cell phone, **text the word "willis" to the number 95495**. Within a few minutes you will be in receipt of a sample text demonstrating this capability.
- Online Enrollment Solutions

Willis also offers on-line enrollment solutions for all benefit offerings designated by employee class and an administrative portal to monitor the enrollment process and/or to assist employees.



Key components include:

- A secure login for employees
- PDF documents of the benefit summary plan descriptions
- Accumulating payroll deductions by plans selected
- Captures beneficiary information
- Provides summary view of all lines of coverage offered and elected prior to submission
- Includes disclaimer language for POP (premium-only plan) compliance of pre-tax deductions
- Provides for open portal access throughout the year for Qualifying Event changes
- All address/dependent changes, etc. updated to carrier connections
- Email confirmation to HR of modifications made by employee
- Total compensation statements can be attached if offered

Additional capabilities, including:

- Bill reconciliation for all lines of coverage
- Providing new-hire enrollment packets

- Processing enrollments and terminations
- Initial Cobra notification to employees electing coverage
- Processing address updates
- Processing qualifying event changes
- Enrollment form scrubbing
- Electronic enrollment
- Administration of Flexible Spending and Dependent Care Accounts

These services are available at pass-through pricing to Willis clients.

In some instances, our clients' needs are better serviced by utilizing external vendors for on-line enrollment or other technology solutions for benefits administration. Willis conducts a nation-wide due-diligence process to identify the best-in-class for such vendors that will meet each client's unique needs. In some cases, these solutions can be provided at no cost to the client with the placement of certain individual voluntary benefits to support the client's benefits objectives.

We will work with you to determine the best method for enrolling your employees. Whether it's paper, electronic or call center enrollment, your Willis team will provide you with resources and expertise to ensure an accurate and successful implementation.

The following pages are samples of Willis communications and educational materials.



Employee Benefits Guide

ABC Company, Inc.

2011



WELCOME TO YOUR 2011 BENEFITS!



WHAT'S INSIDE

This Benefit Guide provides a summary of your benefit options and costs to help you make your choices.

For additional information on the enrollment process and specific details of your plan, please contact Human Resources.

ABC Company offers you and your eligible family members a comprehensive and valuable benefits program. We encourage you to take the time to educate yourself about your options and choose the best coverage for you and your family.

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WHO IS ELIGIBLE?

If you are a ABC Company regular fulltime employee who works 40 hours or more each week, you are eligible to enroll in the benefits described in this Benefit Guide after you have completed your 90-day probationary period.

The following family members are eligible for Medical, Dental and Life insurance through ABC Company:

- ◆ Your legal spouse
- ◆ Unmarried, natural, adopted or step-children up to age 19, or up to age 25 if a full-time student
- ◆ Any child who is named in a Qualified Medical Child Support Order (QMCSO) as defined under federal law
- ◆ Legal guardianship
- ◆ Disabled children who have reached the maximum age and who are (or become) physically or mentally incapable of self-support (medical certification required)

MAKING CHANGES

Once you have made your benefit elections, you cannot change them until your next open enrollment period unless you have a qualified change in status.

Qualified changes in status include:

- ◆ Marriage
- ◆ Divorce or legal separation
- ◆ Birth or adoption of a child
- ◆ Change in your child's dependent status
- ◆ Death of your spouse, child or other qualified dependent
- ◆ Change in residence due to an employment transfer for you or your spouse
- ◆ Commencement or termination of adoption proceedings
- ◆ Change in your spouse's benefits or employment status



Any change in your benefits must be consistent with the change in status and you must make your election within 30 days following the status change.

STAYING HEALTHY WITH MEDICAL COVERAGE

Nothing is more important than your good health. That is why ABC Company offers a choice of two medical plans from Aetna to help you and your family members live healthier lives.



Option 1: Aetna HDHP-HSA - You are provided 100% coverage once you meet your annual deductible. With this plan you may utilize both in-network and out-of-network providers. In addition, ABC Company will contribute employer funding to your HSA account. Under this plan, **preventive services are covered at 100% and are not subject to the deductible.**

Option 2: Aetna Open Access POS - You will be responsible for co-payments for medical services; however, this plan gives you the option of using in-network or out-of-network providers when you need care.



In-Network Care:

When you seek medical services from a participating provider, you receive a higher level of benefits. This means when you use an in-network provider, you substantially reduce the amount you pay for medical services. Participating providers also take care of filing your claim directly with Aetna.

Out-of-Network Care:

You may choose to receive care from a provider that is not a participating provider, but you will receive a lower level of benefits. Your benefits are based on the amount that is considered reasonable and customary and you are responsible for any amount above the allowed charges. In some cases, you may have no coverage at all, and you may have to file your own claims with Aetna.

Wellness Works

Because ABC Company strongly believes in the importance of preventive care and wellness measures, our medical plans cover many adult wellness tests and screenings and child immunizations at 100% , with no deductible or out-of-pocket cost to our employees (Dependent on plan election, office visit copay may apply).



Please review the charts on the following pages to compare your medical plan options.

| Medical Plan Highlights | | | | |
|--|-----------------------|----------------------|---------------------------|----------------------|
| Aetna | Option 1: HDHP-HSA | | Option 2: Open Access POS | |
| | In-Network | Out-of-Network | In-Network | Out-of-Network |
| Calendar Year Deductible | | | | |
| ♦ Individual | \$1,500 | \$2,500 | None | \$500 |
| ♦ Family | \$3,000 | \$5,000 | None | \$1,500 |
| Out-of-Pocket Limit | | | | |
| ♦ Individual | \$1,500 | \$5,000 | \$1,500 | \$3,000 |
| ♦ Family | \$3,000 | \$10,000 | \$3,000 | \$6,000 |
| Coinsurance | 100% | 20% | 100% | 40% |
| Office Visits | | | | |
| ♦ Physician | 100% after deductible | 20% after deductible | \$10 | 40% after deductible |
| ♦ Specialist | | | \$20 | |
| Diagnostic Laboratory | 100% after deductible | 20% after deductible | Covered at 100% | 40% after deductible |
| Diagnostic Radiology | | | | |
| Major Radiology | 100% after deductible | 20% after deductible | \$50 | 40% after deductible |
| Emergency Room | 100% after deductible | 20% after deductible | \$50 | \$50 |
| Urgent Care | 100% after deductible | 20% after deductible | \$25 | 40% after deductible |
| Outpatient Surgery | 100% after deductible | 20% after deductible | \$100 | 40% after deductible |
| Hospitalization | 100% after deductible | 20% after deductible | \$250 | 40% after deductible |
| Prescription Drug Benefits (Retail—30 Day Supply) | | | | |
| ♦ Tier 1-Generic | 100% after deductible | Not Covered | \$15 | Not Covered |
| ♦ Tier 2-Preferred Brand | | | \$35 | |
| ♦ Tier 3-Non-Preferred Brand | | | \$50 | |
| Prescription Drug Benefits (Mail Order—90Day Supply) | | | | |
| ♦ Tier 1-Generic | 100% after deductible | Not Covered | \$30 | Not Covered |
| ♦ Tier 2-Preferred Brand | | | \$70 | |
| ♦ Tier 3-Non-Preferred Brand | | | \$100 | |

Benefit Disclosure—The above chart is for illustrative purpose only; actual benefits described in SPD will prevail.

LOWERING YOUR TAXES WITH REIMBURSEMENT ACCOUNTS

Health Savings Account (HSA)

If you participate in the ABC Company High Deductible Health Plan (HSA), you can set aside money in a Health Savings Account before taxes are deducted to pay for eligible medical, dental and vision expenses.

ABC Company also contributes to your account, which is administered by JP Morgan Chase. An HSA works similar to a Flexible Spending Account in that you are able to pay for eligible health care expenses with pre-tax dollars. There are other, key advantages:



- ◆ Your account balance in an HSA can be carried forward from one year to the next.
- ◆ If you have any money remaining in your HSA after your retirement, you may withdraw the money as cash.
- ◆ A debit card is available for convenient payment of your eligible expenses including doctor visits.

The maximum amount you can contribute to the Health Savings Account is \$3,000 per year for individual coverage and \$5,950 for family coverage. In addition, if you reach age 55 or older before the end of 2009, you may make an additional "catch-up" contribution of \$1,000 for 2009.

If you enroll in the Aetna-HDHP-HSA Plan and are effective with coverage January 1st, ABC Company will contribute \$400 to your HSA Account. You will receive the company contribution on a quarterly basis beginning in January.

Employees enrolling with an effective date of February 1st or later will receive a contribution to their HSA account on a pro-rated basis.

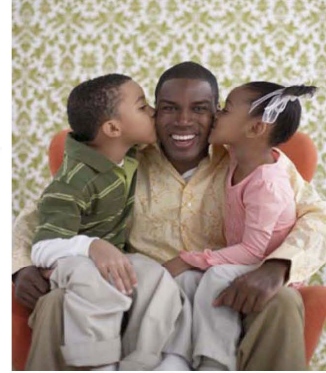


USE IT OR KEEP IT!

Unused money in your HSA is not forfeited at the end of each year; your balance carries forward from year to year. Your account is portable, which means that you can take it to your next job or into retirement if you leave ABC Company.

Flexible Spending Accounts (FSA)

ABC Company offers two Flexible Spending Accounts administered by Ameriflex. You can set aside money in a reimbursement account before taxes are deducted to pay for certain health and dependent care expenses, lowering your taxable income and increasing your take home pay. Only expenses for services incurred during the plan year while you are actively employed are eligible for reimbursement from your accounts.



Health Care Flexible Spending Account

The Health Care Flexible Spending Account helps you pay for medical, dental and vision expenses that are not covered or fully reimbursed by your other benefit plans (for example, copays, coinsurance amounts and amounts above benefit maximums) as well as over-the-counter, medically necessary items. You may use your debit card at the time of service or submit reimbursement requests for health care expenses regardless of the balance in your account. You will be reimbursed for the entire amount of the eligible expenses you have paid up to your annual contribution amount—even before the full contribution has been deducted from your paychecks. The maximum amount you can contribute to the Health Care Flexible Spending Account is \$3,000 per year.

If you participate in the Health Savings Account, you cannot enroll in a Health Care Flexible Spending Account.

Dependent Care Flexible Spending Account

The Dependent Care Flexible Spending Account reimburses you for eligible dependent care expenses that enable you (and your spouse, if you are married) to work (for example, day care and elder care). The maximum amount you can contribute to the Dependent Care Flexible Spending Account is \$5,000 if you are a single employee or married filing jointly, or \$2,500 if you are married and filing separately. Please note, dependent care reimbursements cannot exceed your account's current year-to-date balance.



USE IT OR LOSE IT!

FSAs offer sizable tax advantages. The trade-off is that these accounts are subject to strict IRS regulations, including the use-it-or-lose-it rule. According to this rule, you must forfeit any money left in your account(s) after your expenses for the year have been reimbursed. The IRS does not allow the return of unused account balances at the end of the plan year and remaining balances cannot be carried forward to a future plan year. If you are unable to estimate your health care and dependent care expenses accurately, it is better to be conservative and underestimate rather than overestimate your expenses.

6

ENHANCING YOUR SMILE WITH DENTAL COVERAGE



ABC Company, offers you two dental plans from Aetna. You may select dental coverage for you and your eligible family members even if you decline medical coverage.



Our dental plans helps you pay for most necessary dental services and supplies, including diagnostic and preventative care (such as exams, cleanings and x-rays), basic and major restorative services (such as fillings, crowns and dentures), as well as orthodontic services for both children and adults.

Dental plan options availability are based on geographic locations.

| Dental Plan Highlights—Aetna | | | |
|--|-----------------------------------|---|---|
| | Option 1: DMO | Option 2: PPO* | |
| | In-Network | In-Network | Out-of-Network |
| Annual Deductible ¹ ♦ Individual ♦ Family | Not Applicable | \$50 \$150 | \$50 \$150 |
| Annual Benefit Maximum | None | \$2,500 | \$2,000 |
| Preventative ♦ Oral Examinations ♦ Prophylaxis/Cleaning | Fee Schedule | 100% | 100% |
| Basic ♦ Minor Restorations (Fillings) ♦ X-Rays ♦ Endodontics (Root Canal) ♦ Periodontics | Fee Schedule | 90% | 80% |
| Major ♦ Crowns ♦ Bridges ♦ Dentures | Fee Schedule | 60% | 50% |
| Orthodontia | Fee Schedule Children & Adults | 50% \$1,500 Lifetime Maximum Children Only | 50% \$1,000 Lifetime Maximum Children Only |

Benefit Disclosure—The above chart is for illustrative purpose only; actual benefits described in SPD will prevail.

¹ Annual deductible only applies to basic and major services and is waived for preventative services.

* Out-of-Network Coverage is based on 90% of the reasonable and customary fee.



PROTECTING YOURSELF AND YOUR LOVED ONES WITH LIFE INSURANCE

Life insurance protects your family or other beneficiaries in the event of your death while you are still actively employed at ABC Company. Your coverage amount will be paid to the beneficiary of your choice. ABC Company provides eligible employees with a minimum coverage amount of \$50,000 or a one times annual salary up to a maximum of \$200,000, whichever is greater, in group life and accidental death & dismemberment (AD&D) insurance through Aetna.

If your death is due to a covered accident or injury, your beneficiary will receive an additional amount through Accidental Death and Dismemberment (AD&D) coverage. AD&D coverage is equal to your life insurance coverage amount. AD&D benefits are payable if you pass away, lose a limb, or have a loss of speech, hearing, or eyesight because of a covered accident (either on or off the job) and the loss occurs within one year of the covered accident. The payable amount of your AD&D benefit depends on the type of loss. In the event of death due to an accident, your beneficiary may receive both your life and AD&D benefits.

Voluntary Term Life—Yourself, Spouse and /or Children

You may purchase additional Optional Life insurance for yourself, up to a maximum benefit of \$500,000. If you purchase Optional Life insurance when you are first eligible, you can obtain a guarantee issue of up to \$100,000 of coverage without providing evidence of insurability.

You may also elect the following coverage for your spouse and children:

- ◆ **Spouse:** Up to \$50,000, with a guarantee issue of \$30,000. (Not to exceed 50% of the employee coverage amount.)
- ◆ **Child(ren):** \$10,000

PREPARE FOR THE UNEXPECTED WITH DISABILITY INSURANCE

Disability insurance continues a portion of your income if you become unable to perform your regular job duties for an extended period of time due to illness or injury.



Long-Term Disability—If you become disabled, you are covered for 60% of your pre-disability earnings to a maximum of \$5,000 monthly. Benefits will begin after satisfying a 90 day elimination period, which can be met with days of partial and/or total disability.

ABC Company contributes the full cost for your coverage. You will be automatically enrolled in this plan once you become eligible for benefits.

Benefit Disclosure—The above benefit highlights is for illustrative purpose only; actual benefits described in SPD will prevail.

THE ADVANTAGE OF CHOICE

Supplemental insurance can help take away some of the worry and help bring you peace of mind. Colonial's supplemental insurance plans provide additional coverage to employer-sponsored benefit plans. These plans are flexible and designed to provide the right type and amount of coverage for each person. Colonial is committed to helping working Americans and their families minimize personal financial risk with a comprehensive offering of voluntary benefits through the workplace.



At ABC Company you can choose the benefits that suit your needs through these choices of supplemental insurance:

Short Term Disability

Short Term Disability replaces a portion of your income to help make ends meet if you become disabled from a covered accident or covered sickness.

Hospital Confinement Indemnity Insurance (Medical Bridge)

The medical bridge coverage provides a lump-sum benefit for a covered hospital confinement to help offset the gaps caused by deductibles in most major medical plans. Coverage types available include employee, employee/spouse, one-parent, and two-parent coverage.

This coverage also includes an Annual Wellness Benefit as an incentive for having preventive health exams performed each year.

Accident Insurance

Colonial's accident plan helps offset the unexpected medical expenses, such as emergency room fees, deductibles and co-payments that can result from a covered accident. Optional sickness and disability riders are also available for you and/or your spouse at an additional cost.

Cancer Insurance

Cancer coverage helps offset the out-of-pocket medical and indirect, non-medical expenses related to cancer treatment. This plan also provides a benefit for specified cancer screening tests.

Universal Life Insurance

Universal life insurance provides death benefits coverage that you can add to later as your needs change. The policy builds cash value on a tax-deferred basis at current Interest rates and has flexible premium payments and coverage limits.



YOUR BENEFIT COSTS

Costs for your medical and dental premiums will automatically be deducted from your paycheck on a "pre-tax" basis. This means that your share of the cost of benefits is deducted from your paycheck before taxes are calculated and deducted. All other benefits are deducted on a post-tax basis.

The following payroll deductions are on a bi-weekly basis, unless otherwise noted.

| Medical Benefit Costs—Aetna | | | |
|-----------------------------|--|--------------------|---------------------------|
| TIER | | Option 1: HDHP-HSA | Option 2: Open Access POS |
| Employee Only | | \$0.00 | \$85.00 |
| Employee & Spouse | | \$150.00 | \$300.00 |
| Employee & Child(ren) | | \$120.00 | \$270.00 |
| Employee & Family | | \$275.00 | \$475.00 |

| Dental Benefit Costs—Aetna | | | |
|----------------------------|--|--------------|--------------|
| TIER | | Option 1 DMO | Option 2 PPO |
| Employee Only | | \$0.00 | \$15.00 |
| Employee & Spouse | | \$4.00 | \$35.00 |
| Employee & Child(ren) | | \$8.00 | \$40.00 |
| Employee & Family | | \$13.00 | \$60.00 |

| Voluntary Term Life—Aetna | |
|-----------------------------------|-------------------|
| Monthly contributions per \$1,000 | |
| Your Age | Employee & Spouse |
| Under Age 30 | \$0.090 |
| Age 30— 34 | \$0.090 |
| Age 35— 39 | \$0.120 |
| Age 40— 44 | \$0.190 |
| Age 45— 49 | \$0.250 |
| Age 50— 54 | \$0.420 |
| Age 55— 59 | \$0.650 |
| Age 60— 64 | \$0.810 |
| Age 65— 69 | \$1.270 |
| Age 70— 74 | \$2.740 |
| Over 74 | \$3.520 |

| Voluntary Term Life—Aetna Dependent Children |
|---|
| Monthly contributions |
| \$1.20 per \$1,000 |

| Long Term Disability—Aetna |
|----------------------------|
| Employer Paid Benefit |

ABC Company, Inc.

IMPORTANT CONTACT INFORMATION

Aetna — Member Services

| | |
|---------------------|--|
| Medical | 1-888-266-5519 |
| Dental | 1-877-238-6200 |
| Navigator Help Line | 1-800-225-3375 |
| Life, AD&D | 1-800-523-5065 |
| Disability | 1-866-326-1380 |
| website | www.aetna.com |

J.P. Morgan Chase (HSA Accounts)

| | |
|------------------|----------------|
| Customer Service | 1-888-606-7058 |
|------------------|----------------|

Colonial Supplemental Life

| | |
|------------------|--|
| Customer Service | 1-800-325-4368 |
| website | www.coloniallife.com |

**If you have any questions about your Employee Benefits Guide,
please contact Human Resources.**

The information in this Enrollment Guide is presented for illustrative purposes and is based on information provided by the employer. The text contained in this Guide was taken from various summary plan descriptions and benefit information. While every effort was taken to accurately report your benefits, discrepancies, or errors are always possible. In case of discrepancy between the Guide and the actual plan documents the actual plan documents will prevail. All information is confidential, pursuant to the Health Insurance Portability and Accountability Act of 1996.

EMPLOYEE BENEFITS WILLIS REWARDS EMPLOYEE START GUIDE

STEP 1: GO TO www.willisrewards.com

First time registration:

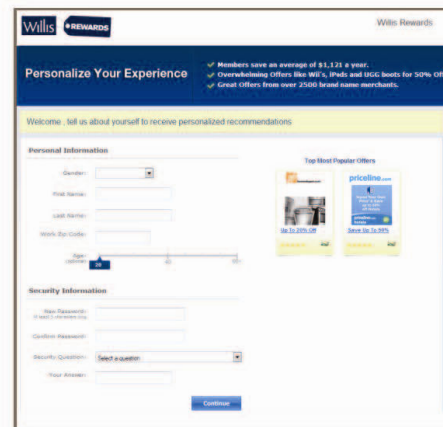
1. Click Submit under New Member Registration.
2. Enter Company Name and click submit.
3. Enter your email and company code "Willis" and click sign up.

If you already have received a password, go directly to the Members Login section and enter your information.



STEP 2: VERIFY YOUR INFORMATION

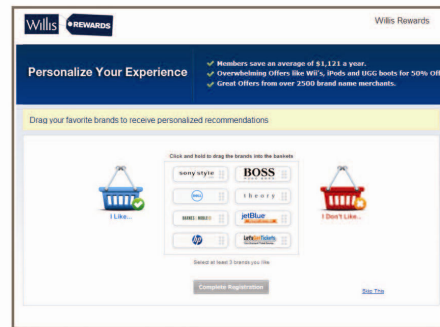
1. Verify and Enter your information so you can get the reminders and updates of interest to you.
2. Make sure your work and home zip are correct so you can be reminded about exclusive in-store shopping events in your area.



Willis

STEP 3: TELL US ABOUT YOURSELF

1. Pick your favorite brands by dragging them into the baskets.
2. Sign Up for Daily Overwhelming Offer alerts so you don't miss out!
3. Click Shop Genie to customize the offers on your homepage.



STEP 4: HOME PAGE INTRODUCTION



WILLIS REWARDS CHEAT SHEET

| | |
|--|--|
| | Overwhelming Offers: Familiar with Black Friday, well this is an offer that comes out every day at 12:00pm Eastern Time. Get anywhere from 50-80% off, hurry up and get to the site because there is only a limited quantity! |
| | Limited Time Offers: Like the name suggests, Get 30-60% off on these offers. They generally last between a day and a week. |
| | Personalization: Choose the merchants that you want to hear from. Filter out the noise and focus on the things you need. You can always add and remove merchants through the search technology on the site. |
| | Offer Rank: Sorting technology that takes into account user rating, reviews, conversion rate, and price. Bad offers get bad offer ranks. 👉 = Best Priced Offer |
| | ShopLists: Create these when you want to organize your shopping needs. It really comes in handy when shopping for other people. |
| | Shop Genie: This widget takes into account your preferences and makes accurate suggestions on merchants you may like. |
| | Reminders: Set your overwhelming offer alerts and Merchant discount reminders |
| | Spin to Win: Spin to Win prizes such as gift cards, healthy points, or prizes. You get 1 spin every day when there is an ongoing Holiday Fair or 1 spin every week for other days, and can earn additional spins |





Reduce the Risk of Colorectal Cancer Through Regular Screenings

Over 50? Then, it's time to schedule a colonoscopy at your next annual checkup.

Colorectal cancer is the third leading cause of cancer death in both men and women, according to the American Heart Association. The cancer of the colon or rectum, colorectal cancer is common in both genders, especially over age 50. In 2006, approximately 139,000 new cases of colorectal cancer were diagnosed in the United States while 26,801 men and 26,395 women died of the disease, notes the Center for Disease Control and Prevention (CDC).

Through regular screenings, colorectal cancer can be prevented by finding and diagnosing cancer-causing polyps and

other signs of disease. Many health care insurance policies cover the cost of a screening as part of preventative health care benefits. If everyone aged 50 years or older were screened regularly, as many as 60% of deaths from this cancer could be avoided, according to the CDC.

Who's at Risk?

Age is a very significant risk factor for colorectal cancer as more than 90% of colorectal cases occur in people aged 50 and over. The older you are, the higher the risk.

As colorectal cancer develops from precancerous polyps in the colon or rectum, screenings, like the colonoscopy, can find them so that they can be removed prior to development into cancer. Screenings also help identify colorectal cancer in its early stages when treatment works best. Studies indicate

that survival rates are around 90 percent for cancers that are found early and have not spread.

While exercise and a healthy diet rich in fruits and vegetables help prevent colorectal cancers, the most effective way to reduce the risk of colorectal cancer is by getting a screening at age 50, earlier if you have a family history.

Continued on page 2

March is:

National Colorectal Awareness Month
National Nutrition Month
Save Your Vision Month
American Red Cross Month
National Kidney Month

Take Control



Color Matters When Selecting Sunglass Lens Tints

While most of us choose our sunglasses according to which style flatters us the most, there are reasons to choose specific sunglass lens colors, according to the American Optometric Association. Consider the following when choosing sunglasses with different lens tints for specific activities:

- **Gray:** Gray allows the eyes to perceive colors in their purest form and reduces brightness and glare. This color is ideal for driving and outdoor sports.
- **Yellow/Orange:** These tints increase contrast in hazy, foggy or low-light conditions and make objects appear sharper both indoors and outdoors. Yellow shades are good for skiing and outdoor snow activities.
- **Green:** Green tints filter blue light and reduce glare, offering high contrast and visual sharpness. Shades of green also tend to reduce eyestrain in bright light. Choose green for precision sports such as tennis, baseball and golf.
- **Amber/Brown:** By reducing glare and blocking blue light, amber and brown tints can brighten vision on cloudy days by increasing contrast, especially against green and blue backgrounds. These tints are recommended for fishing, baseball, golf, hunting, cycling, and water sports.
- **Rose/Red:** Rosy tints also increase contrast by blocking blue light. With a reputation for soothing the eyes and being comfortable over extended wear times, these lenses are ideal for driving.

The Power of Spinach

This leafy green vegetable punches a wallop in vitamins, flavonoids, carotenoids and even Omega-3 fatty acids to offer significant health benefits.

Remember how Popeye gained his strength by eating a can of spinach? He definitely had the right idea of how to build up his body. Studies have proven that spinach is a powerful vegetable chock full of vitamins such as vitamin K, A and C, B2 and B6 as well as iron, folate, calcium and potassium. It's also a good source of magnesium, protein, niacin and Omega-3 fatty acids. And spinach is low in calories—one cup or 30 grams of raw spinach is only 7 calories!



The season for this highly nutritious vegetable runs from March through May and again from September through October.

Eaten raw or cooked, this low-calorie food is loaded with different flavonoid compounds that function as antioxidants (along with vitamin C and A) and anti-cancer agents. Carotenoid found in spinach also fights prostate cancer and protects against eye diseases such as cataracts. According to the Journal of Nutrition, carotenoid not only helps prostate cancer cells to self-destruct, but is converted in the intestines into additional compounds, called neochromes, that put prostate cancer cells into a sleep-like state that prevents future growth.

Folate found in spinach helps protect the cardiovascular system by helping to breakdown a dangerous chemical called homocysteine that can cause heart attack or stroke from potential high levels into benign molecules. Studies indicate that people who eat foods high in folate and/or vitamin C are at lower risk of getting colon cancer. The magnesium of spinach also can help to lower high blood pressure and protect against heart disease.

While spinach is very healthy, it is important to thoroughly wash it before eating to eliminate pesticide residue or choose organic spinach.

Source: Natural-Health-Eating.com

Add Spinach into a Meal

- Toss into a salad
- Combine into lasagna
- Steam and toss with pressed garlic, pine nuts, lemon juice and olive oil. Sprinkle with a little Parmesan cheese.
- Mix into stuffing recipes
- Mix into dip recipes

Reduce the Risk (continued from page 1)

What is a Colonoscopy Screening?

A colonoscopy is the most widely used screening for colorectal cancer. Considered an outpatient procedure, a colonoscopy allows a doctor to examine the inner lining of the large intestine (colon and rectum). A thin, flexible tube called a colonoscope is used to look at the colon and check it for ulcers, polyps, tumors, and areas of inflammation or bleeding. A doctor can remove growths, called polyps, during a colonoscopy and test them in a laboratory for signs of cancer.

The day before this test, patients need to evacuate the colon using a laxative or enemas, as prescribed by a doctor. Called the "colon prep", this is considered the most uncomfortable part of the procedure when patients may experience loose, frequent stools and diarrhea as the colon is emptied. No food or drink is allowed after midnight preceding the day of the procedure.

During the colonoscopy, a light sedative is administered to relax patients. The procedure usually takes about 30 to 60 minutes to perform. While no area pain will be experienced after the procedure, cramping or bloating may occur during the first hour. As the sedative takes time to completely wear off, patients cannot drive or operate equipment and should not use household appliances like the stove until the next day.

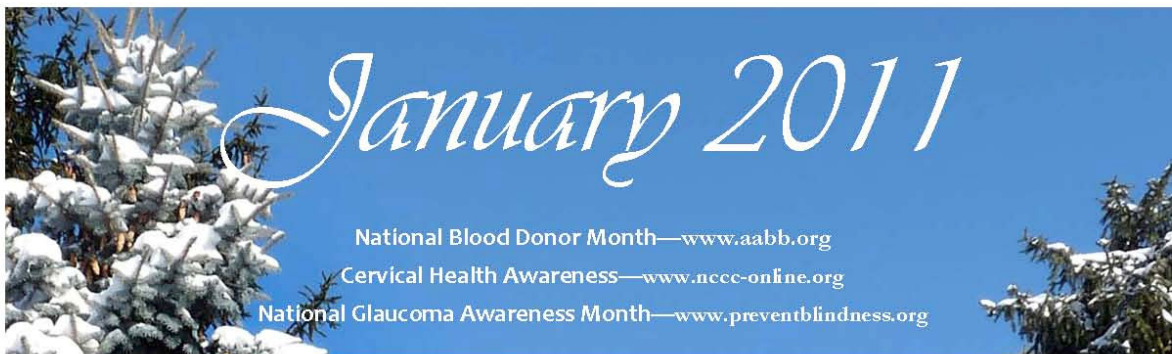
If you have concerns about this screening, discuss them with your doctor. Other less intrusive screenings are available such as the flexible sigmoidoscopy that requires minimal bowel preparation and can be performed fairly quickly and at a lower cost than a colonoscopy. However, a sigmoidoscopy allows a doctor to only view the lower part of the colon; the colonoscopy provides a complete view of both the upper and lower sections of the intestines. Polyps can also be removed in the latter screening.

A sigmoidoscopy is recommended every 5 years while more thorough colonoscopy screenings can be administered every 10 years after age 50 except for those with a family history or having symptoms such as rectal bleeding.

Source: WebMD.com

This newsletter is intended to offer general information and in no way represents legal, medical or financial advice. Please consult your attorney or health care professionals regarding issues raised in this publication. Check with your employer for information about your specific health care benefits.

Published 11/19/2010



| Sun | Mon | Tue | Wed | Thu | Fri | Sat |
|-----|--|-----|-----|-----|-----|----------------|
| | | | | | | 1 |
| | | | | | | New Year's Day |
| 2 | 3 | 4 | 5 | 6 | 7 | 9 |
| 9 | 10 | 11 | 12 | 13 | 14 | 15 |
| 16 | 17 Martin Luther King, Jr. Day King Day of Service www.mlkday.gov | 18 | 19 | 20 | 21 | 22 |
| 23 | 24 | 25 | 26 | 27 | 28 | 29 |
| 30 | 31 | | | | | |



National Glaucoma Awareness Month

Glaucoma is defined by the National Eye Institute as a group of diseases that can damage the eye's optic nerve and result in vision loss and blindness. Over 2.2 million Americans suffer from open angle glaucoma, the most common form of glaucoma, according to Prevent Blindness America.

As the leading cause of adult blindness, glaucoma has no symptoms in its early stages. While the disease can be controlled once detected, once sight is lost, it cannot be restored. That's why it's important to include a glaucoma test as part of a regular eye exam. Adults aged 40 or older should receive an annual glaucoma exam. For more detailed information on glaucoma, refer to the Glaucoma Research Foundation at www.glaucoma.org/learn/index.php.

| | |
|----|---|
| | Provide a description of any electronic and internet-based tools you provide to your clients. |
| e. | |



WINNING WITH WILLIS

www.winningwithwillis.com

**HEALTHY,
WEALTHY
AND WISE.**

**HEALTH IS
THE REAL WEALTH
AND
THE WISE PERSON
KNOWS IT.**

**WINNING WITH WILLIS
CAN HELP YOUR
EMPLOYEES IMPROVE
THEIR HEALTH
AND SAVE MONEY.**



It's no secret that many major health events are driven by lifestyle choices, but locating the tools needed to adopt and maintain healthy behaviors can be a challenge, and the best intentions of employer and employee can fall short.

At Willis, we want everyone to be a winner, especially when it comes to health. That's why we're taking strides to empower employees and their families in new, practical ways that can help everyone achieve concrete results. We've collected health information, tools and resources and even discounted shopping opportunities and made them all available through *Winning With Willis*. Winning With Willis and Willis Rewards are part of our effort promote the health and wellbeing of your employees and their families by helping them strive for healthy goals.

WINNING WITH WILLIS

Winning With Willis offers a wealth of tools and health information. Willis has joined NBC's *The Biggest Loser* and Jillian Michaels, life coach and fitness expert, to provide personalized fitness planning, nutrition tips and meal plans to Willis members at deeply reduced prices. *The Biggest Loser* has generated excitement and motivation not just in the U.S., but globally. Now you can offer your employees a way to tap into that excitement directly.

Willis collaborated with the Centers for Disease Control and Prevention to present accurate, relevant and actionable health information directly to your employees and their family members.

Topics include weekly *Healthy Headlines*, relevant *In the Know* health topics and a suite of *Healthy Living* information.

Winning With Willis is focused on helping employees and their family members make better decision that impact their overall health and well-being.

Willis

JILLIAN MICHAELS

Want to help your employees get in shape? Jillian's program provides the information, advice and reinforcement they need. Her website provides, at a low discounted price:

- A complete health profile, indexing weight loss goals, healthy weight range and body analysis
- Individualized fitness regimes
- Diet planning and nutrition information
- Food purchase alternatives
- Motivation, encouragement and support



THE BIGGEST LOSER LEAGUE

Your employees have seen the show; now they can join the league and team up with *The Biggest Loser* for a fitter, healthier, happier year. Participants can lose weight and get in shape with friends, family and colleagues.

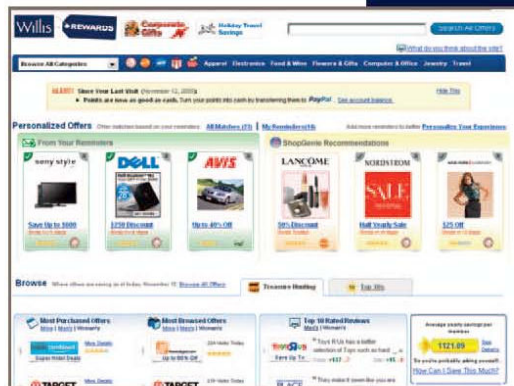
The Biggest Loser League is an online community of like-minded individuals who are actively engaged in changing behaviors around diet and exercise. The site utilizes a fresh social community approach to help online members share their progress challenges just like *The Biggest Loser* television show.



WILLIS REWARDS

Willis Rewards is a password-protected discount purchase site that provides members with access to deep discounts averaging 10-30% at a national network of more than 10,000 retailers. There is no cost to use the employee discount program.

This site is your employees' discount portal and they may visit as often as they wish. Willis Rewards provides a secure and trusted shopping experience, whether members are purchasing gifts for friends, buying tickets for family events or treating themselves. Access to these discounts is provided as a reward for employees reaching behavioral goals.



Another option is the Willis Rewards Healthy Points program. As a program sponsor, you can design your own rewards system, choosing the areas of achievement employees must focus on to earn points that can be redeemed on the shopping site. Some of the most common achievement measurements include:

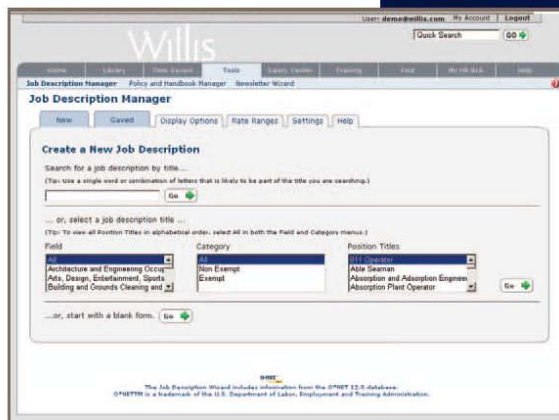
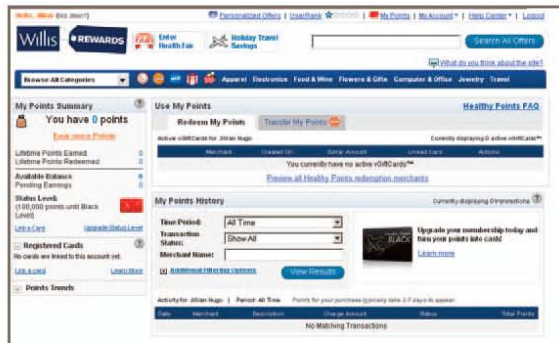
- Employee of the month
- Attendance
- Safety
- Tenure
- Wellness participation

WILLIS ONLINE

The Winning With Willis site includes a link to Willis Online, a secure client portal that supplements Willis' benefits consulting services. The client portal is customized for you and can accommodate multiple users. It provides quick access to contacts and important links, a search tool and, most importantly, shared documents, such as your Client Service Plan. This plan is created during our initial strategic planning session, is uploaded to the portal with action items and a calendar to identify responsibilities and firm deadlines for delivering our services.

The Client Toolkit is another feature of Willis Online, providing access to a variety of tools and resources for HR professionals, such as the *Willis Compliance Manual*, Search Willis, Job Description Manager, Salary Center and the Newsletter Wizard. Willis Online also includes a wealth of HR-related templates and documents, such as performance management forms, fully developed training sessions on topics such as harassment, sample employee handbooks and documents used in the recruitment and selection process, and sample exit interview questions. Your Willis representative can assist you in establishing your custom client portal.

Winning With Willis is a win for employee and employer alike.



HUMAN CAPITAL PRACTICE

WILLIS REWARDS

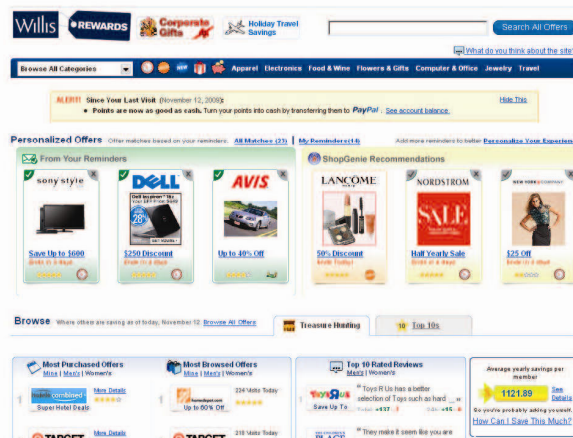
FACT SHEET

The days when company t-shirts or five-year anniversary pins were effective motivational tools are long gone. Today's employees, across all generations, are interested in rewards that have actual rather than largely symbolic value. Whether it's with a 40-inch flat screen TV or tickets for the family to a local amusement park, Willis clients have options when it comes to designing their employee rewards program.

Willis Rewards is a rewards tracking and delivery program, which provides your employees with an easy-to-use online rewards redemption site. Employees can redeem their earned incentive points towards items of their choice. What better way to keep employees motivated about their professional and wellness goals than to give them an opportunity to reward themselves with the things they really want!

Your reward program may be based on:

- Employee of the month
- Attendance
- Safety
- Tenure
- Wellness participation
- Other rewards/incentives



EMPLOYEE DISCOUNT PROGRAM

As the foundation of the Willis Rewards platform, your employees will enjoy direct access to deep pricing discounts at more than 10,000 merchants. Employees can use the site with or without incentive points provided by your company, because they can also pay for purchases using their own debit or credit card. In addition, your employees can also take advantage of the many exclusive offers on the site and earn points just by shopping at their favorite merchants.

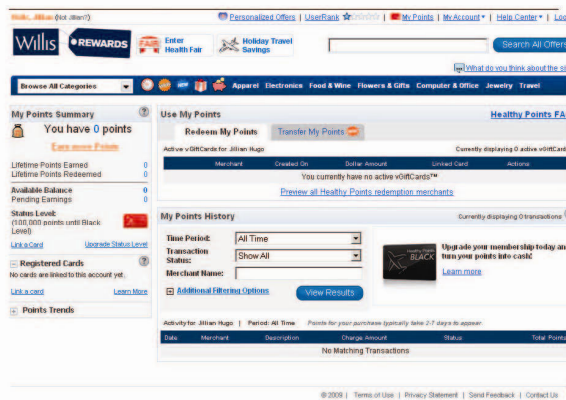
Willis

REWARDS TRACKING SYSTEM

Once your organization decides to begin or augment your rewards program, your Willis Client Advocate® will consult with you and give you access to the individualized Willis Rewards tracking system.

Willis will work with you to develop a reward program that defines actions and achievements to be accomplished by employees and the appropriate points to be rewarded. Willis makes it easy for you to reward employees. The Willis Rewards program offers Willis clients:

- Direct accounting, you pay for the points rewarded at the time of giving
- Self service points administration



As your employees accomplish their goals, your organization can reward them with points. Employees can use the points they earn to make discounted retail purchases on clothing, sports equipment, services, electronics and entertainment or other items they want. The Willis Rewards website provides each employee with a personal account that conveys their individualized reward information. Willis Rewards is available any time and any where and provides customer service support to your employees.

ADDITIONAL FEATURES

Additional features of Willis Rewards include:

- Overwhelming and limited time offers such as selective special offers while supplies last
- Discounts ranging from 30%-80% off
- Personalization for quicker access to the merchants and deals of interest to employees
- Product and shopping reviews
- A spin-to-win opportunity to win prizes such as gift cards or healthy points

Now, through Willis Rewards, you have the ability to provide a meaningful incentive to reward any behavior that supports your business objectives!

| | |
|-----------|---|
| | Provide any supplemental information that you feel may assist the County's evaluation of your firm's professional and consulting services qualifications. |
| f. | |

We encourage you to contact our clients to discuss our services. We have provided excellent service and financial results for our clients. Some recent examples include:

A pharmacy benefit audit and marketing project we performed for Lee County, FL. We performed a 100% audit of all RX claims, assisted with an RFP distribution and analyzed, negotiated and provided a management report to our client. The **results** of this effort were that they were able to renew with their current vendor, **not** reduce benefit levels to the employees and retirees and **save \$1.7 million** in plan cost in the first year, **\$4.59 million** in year two and **\$8.3 million** in year three. A real win - win for our client!

We have provided this same process for four other clients this past year with similar results. We would recommend utilization of our services with the current Blue Cross program in place with the County.

Quality and Cost Effective Changes for a Southeast Florida Municipality:

A municipality in Southeast Florida had spiraling healthcare costs, multiple carriers with poor service and poor reporting capabilities and was eager to gain control of the costs and administration of their plans. A comprehensive marketing process for their health, dental, vision and stop loss coverage provided outstanding opportunity for improvement. While this group was partially self-insured for one of the three medical plans and fully anticipated moving all plans to partial self-funding, carrier proposals were obtained on both a fully-insured and self-funded basis. This client was able to shift to a fully-insured option for all three plans and shifted the financial risk of what turned out to be an unusually high-cost year to the insurance carrier. They chose to maintain the existing plan designs for internal employee relations reasons yet had outstanding financial results. They were successful in saving approximately **\$1.1 million dollars** with the carrier change with the risk being maintained by the carrier—instead of our client. Additional changes were implemented that set the stage for future cost savings on their claims, through greatly expanding network access, which will reduce the cost of claims due to network discounts, and implementing a comprehensive wellness program at no cost to the organization or its members to enhance employee health and minimize life-style related high-cost claims in the future.

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| | Location of firm and the travel time required to be on-site at the Board of County Commissioners offices located at 7375 Powell Road (CR 139), Wildwood, Florida 34785. |
| g. | |

Our office is located at 3000 Bayport Drive, Suite 300, Tampa, Florida 33607 and the drive time to your office is 1 ½ hours. Our office phone number is (813) 281-2095. We will attend meetings with you as requested.

APPROACH TO WORK / METHODOLOGY

SCOPE OF WORK

Services to be provided by the Employee Benefit Consultant:

The Willis model provides local service with the support of national resources targeting five key areas. When working with our clients, we will utilize the Willis Consultative Process as we address the overall objectives of Sumter County, as well as in consideration of the marketing and assessment of any benefit program to be addressed. Through our description of this process, we will also introduce you to some of the methods utilized in assessing, analyzing, and making recommendations to your benefit plans, including:

1. Medical
2. Dental
3. Vision
4. Long-term Disability
5. Short-term Disability
6. Life Insurance/Accidental Death & Dismemberment
7. Flexible Spending
8. Cancer, Accident, Critical Illness
9. Legal Services
10. Other Benefits
11. Stop Loss

Our approach is to identify our mutual expectations to ensure complete collaboration in the management of your program. Our consultative process can be adjusted to fit your needs and scope of services.

The Willis Consultative Process will allow us to continuously monitor Sumter County's plan in terms of claim and administrative expenses, plan design, and regulatory compliance. We will also provide Sumter County with an annual strategic review to include financial, plan design, and benchmarking recommendations, review of funding and administrative alternatives, and any changes required due to legislative updates. While we generally organize meetings at least quarterly, we will meet with your organization as needed to facilitate effective communication throughout the year.

Our Consultative Process consists of four (4) key steps:

1. Identify Opportunity
2. Develop Solutions
3. Deliver Solutions
4. Measure Results



Following is our detailed plan on each of these steps and how we would apply them to Sumter County's organization and employee benefit plans:

Step 1 - Identify Opportunity

The Willis consulting relationship with Sumter County will be new; therefore, it is important that we spend time getting to know you, your priorities, and what drives your planning. Is it cost management? Management support? Flexibility? Ease of administration? Communication? Rather than come to you now with the answers, we will need to listen first and then collectively develop solutions.

It is important for your Willis team to understand your organizational objectives, the history of the programs currently in place, and any issues surrounding your programs. From there, we would have a candid discussion about current trends in the marketplace and also suitable funding mechanisms. We will discuss leading edge opportunities and whether there are faster and less expensive solutions that could be researched and possibly implemented.

In working with your Willis team of professionals, you will quickly realize that having team members from varying backgrounds enables us to view key benefit issues from a broader perspective. Additionally, each team member has a strong track record of managing complex projects which allows us to be flexible and move quickly to respond to your needs.

Action Steps Include:

- (1) Sumter County provides history, plan information, and financials to Willis for review
- (2) Willis reviews and analyzes information
- (3) Willis coordinates planning and discovery meeting

Step 2 – Develop Solution

The second step in the Consultative Process is to develop a solution and research available alternatives. Working as a team, Willis and Sumter County will design the new plan or revise the existing programs based on the discovery in Step 1. We will take into account Sumter County's short and long term objectives, legislation, compliance and regulation constraints, and finally pricing, service, and access.

We will further break down step two into four key parts:

- Analyze Data
- Perform Benchmarking
- Research Available Alternatives
- Recommend Action Steps

Analyze Data

In the past, employers reacted to healthcare issues based on historical data. Going forward, Sumter County will be able to better use data-driven, fact-based research, and information to develop targeted solutions.

This part of our work together will be to help Sumter County make informed decisions regarding their options and opportunities to enhance the benefit program and initiatives. This is vital to not only the initial action steps, but also to effectively manage the program on an ongoing basis. Whatever you do must produce the results you seek and there must be ways to measure whether those goals are achieved. Further, if for some reason the goals were not achieved, steps can then be taken to correct the plan so that the goals are achieved.

One of the unique resources that the proposed Willis team offers is experienced actuaries to support the financial review, assessment, analysis and interpretation of Sumter County claims data. We have provided sample financial reports in the Exhibits Section. Some of the tools and resources to be applied include the following:

➤ Health Care Trend Analysis

Willis will assemble historical claims and enrollment data to better understand your utilization patterns and trends. This will enable us to review past experience, observe claim volatility, and determine historical trend. The trend analysis also forms the basis for our multi-year cost projection.

➤ Risk Assessment

Willis has a variety of tools that can be used to determine the risks associated with considering fully-insured vs. partially self-funded health plans as well as steps that can be taken to mitigate the risk. This work answers the questions-- How much risk are we taking? If self-funded, what stop loss level is best? What is the relationship between stop loss structure and risk?

➤ Cost Driver and Demographic Analysis

Willis believes that it is essential to identify the key cost drivers in order to make recommendations that will have a meaningful impact on future cost. The success of this analysis depends on the availability, quality, and accuracy of the data provided by Sumter County's current medical plan administrator. Further, demographics play a key role in the cost of an employee benefit program. We will perform an analysis to identify Sumter County's current Demographic Risk Profile and anticipate the impact of potential changes in the demographic make-up of the group.

➤ Benchmarking

In designing/enhancing a competitive benefit program for Sumter County, another key element will be benchmarking against other organizations, as well as benchmarking against regional and national trends. We will tailor our comparative analyses to meet Sumter County's objectives and help determine where your health and welfare programs stand relative to general trends and industry norms. Your Willis benefits team will work with you to collect targeted data and identify specific components that may require modification to strengthen Sumter County's competitive position. See Benchmarking analysis in our Exhibits Section.

Alternatives Available for Research

At this point, we pull together all we have learned. We use the complete understanding of your benefit plans (we will utilize the claims analysis and benchmarking reports from the previous steps), to determine the services and tools needed to support your design strategy from a fact-based analysis. Our recommended design changes will focus on high-impact areas and identify the most significant cost-saving opportunities and value added benefits, consistent with Sumter County's objectives.

Based on the decisions reached by Sumter County and Willis, and if appropriate, we will then go to market to seek proposals for the plan and services you seek. This could include a full marketing or a limited marketing to pre-qualified carriers/administrators. We anticipate the marketing process to include the following steps:

- Develop RFP document - Willis
- Approve RFP document - Sumter County
- Identify potential carriers – Willis and Sumter County
- Distribute RFP document to selected carriers - Willis
- Conduct pre-bid conference and respond to all questions (verbal and written)- Willis
- Respond to all additional questions - Willis
- Follow up with carriers to encourage proposal response – Willis

Willis takes seriously the financial strength of the carriers with which we do business. We have established a market security management practice that provides to your core team information on

- Minimum rating: A- financial strength from AM Best's / Standard & Poor's equivalent
- Policies for strict coverage placement criteria
- Any change in financial rating
- Minimum policyholder surplus (shareholder equity)
- \$100 million for international carriers
- \$75 million for North American life/health carriers

Willis is poised to use any suitably rated carriers that meet your objectives. We will recommend carriers with which we feel your needs will be effectively met and ensure that the standards of service available are suitable to you. Willis is also ready to offer many enhanced pricing and service protocols due to our size and impact in the marketplace. Willis is licensed and

appointed with over 200 health, life and disability carriers. As a result, Sumter County will not be seen strictly as an organization of roughly 569 active employees, but rather a client of Willis' with a significant market share in the industry. With roughly \$35 billion in premium placed with major carriers, we have the leverage to favorably impact the terms and conditions for coverage selected by Sumter County.

A representative sample of carrier markets to consider for Sumter County follows:

| Stop Loss | Medical/ASO | Dental | Life | Disability | Vision |
|--------------|-------------|---------------|-----------|--------------|-----------|
| AIG | Aetna | Aetna | Aetna | Aetna | Advantica |
| Beacon Risk | BCBSFL | BCBSFL | Assurant | Assurant | EyeMed |
| Elite | Cigna | Cigna | Hartford | Guardian | Guardian |
| HCC Benefits | Humana | Delta | Cigna | Hartford | Optum |
| ING | UMR | Guardian | Guardian | Guardian | Humana |
| | Health | Lincoln | Lincoln | Lincoln | |
| Optum | Resources | Financial | Financial | Financial | VSP |
| | | | Reliance | Reliance | |
| Symetra | Meritain | Met-Life | Standard | Standard | |
| | | Mutual of | The | | |
| SunLife | UHC | Omaha | Standard | Principal | |
| Zurich | FL First | Reliance | Unum | The Standard | |
| | Admin | | | | |
| | Coventry | UHC | Trustmark | SunLife | |
| | | Florida | | | |
| | | Combined Life | | | |

Upon receipt of the proposals, we will evaluate each respondent's appetite for the risk, and ensure all key provisions of the program are addressed. As an alternative, Sumter County may wish to utilize an Evaluation Team. If so, Willis has worked with other organizations as a facilitator to the team's evaluation process. We can assist an evaluation team with analyzing the financial terms and summary of qualitative aspects of the RFQ responses, tabulating scores and establishing scoring mechanisms to assist them with their evaluation process. See Sample Marketing Analysis in our Exhibit Section.

The evaluation process will include all of the following elements:

- Program design
- Networks
- Quality
- Fees
- Performance Guarantees
- Additional tools/services that are unique to the respondent
- Implementation strategy

During this process and with the approval of Sumter County, your Willis team will begin negotiations with the finalist(s) to make certain the fees and services are competitive and continue to manage costs. Once the finalists have been identified, and the negotiations are underway, we will organize interviews with each finalist and Sumter County team. During the interview process both Sumter County team and the carrier(s) can clarify issues regarding the plans. We anticipate that Sumter County will begin to learn which carrier/administrator may be

the best fit for their needs, objectives, and personalities during this process.

In some organizations, union education is an important component of the evaluation process, and Willis has extensive experience working with collective bargaining groups, representatives and committees to assist employers with communication and educating representatives about the reasons for change and choices that may exist with respect to managing cost increases.

Recommend Action Steps

Following the interviews, the Willis benefits team will finalize negotiations and present our final recommendations to Sumter County. Similar to the elements used to select finalist, our recommendation will be based on:

- Funding Options
- Plan Design
- Premium Structure/Contributions
- Completion of necessary filings and valuations
- Eligibility Requirements
- Service Level Agreements
- Additional input from Sumter County

Step 3 - Deliver Solution

Once we have completed the marketing and carrier negotiations and approved solutions, all programs must be implemented.

Carrier Implementation

Proper implementation is extremely critical to the carrier's ability to administer the program correctly. Attention to detail during the implementation process will increase the likelihood that the carrier's system is setup correctly which will ultimately lead to satisfied employees. The steps we typically use for a successful implementation include the following:

Confirmation

- Develop implementation calendar with Sumter County and carrier
- Confirm all fees and plan designs with carrier
 - Administrative fees
 - Network access fees
 - Stop loss rates
 - o Interface fees (if applicable)
 - COBRA/HIPAA/FMLA administration fees
 - Utilization Review (UR) and Pre-certification fees
 - Rx administration fees
 - o Administration fees
 - o Dispensing fees
 - o Rebates
 - o Discounts

- Setup fees
 - Data Reporting
 - Ad hoc reports
 - Data file transfer
 - Confirm Claim System Setup
 - Confirm reporting structure and data requirements
- Monthly
- Quarterly
- Data Files
 - Confirm Banking Arrangements
 - Confirm Performance Guarantees

Implementation

- Complete Carrier Application
 - Remit binder check
- Complete Carrier Takeover Issues
 - Contact prior carrier
 - Request deductible/accumulation information
 - Identify claim history needs
 - Identify “critical” transition individuals
 - Chronic conditions
 - Pregnancy
- Prepare Initial Eligibility File (Test)
- Confirm Data Transfer With Carrier
 - Eligibility
 - Takeover Issues
- Request Carrier Agreement (Typically Within 30 days)
 - Summary Plan Description
 - Performance Guarantees
 - ID Cards
 - Contract or ASO Agreement
- Request Administrative Manual From Carrier
 - Contacts
 - ERISA Information
 - Plan Design(s)
 - Reporting/Eligibility
- Finalize All Required Documents
 - Contract/Agreement
 - SPD/Plan Document
 - Administrative Manual

During this process your Willis benefits team will confirm each of these steps with all carriers.

Step 4 - Measure Results

The last step in the Willis Consultative Process is to measure results. These measurements take into account financial performance of the program, carrier service levels, and the service you receive from your Willis benefits team.

Financial Measurement

The outcome measurements from the program's financial analysis will provide evidence against baseline trends, costs, outcomes, and other indicators to compare improvements. Our project outcomes will have a targeted effect that can be measured and adjusted as needed. Steps that we will walk through during this process include:

- Develop a monthly financial dashboard report that monitors the financial performance of the health plan against the established budget.
- Assist in analyzing variances from budget and the reasons that contribute to the variance on a quarterly basis.
- Establish new budget rates, employee contributions, COBRA rates and reserves for incurred but not reported claims on an annual basis.
- Complete required GASB 45 valuations, if required, and discuss strategies to mitigate the impact of post employment benefits other than pensions, if applicable.
- Provide updates, on a quarterly and annual basis, of each plan's financial performance and anticipated changes in Sumter County's costs.
- Support the annual budget and forecasting process by projecting annual plan costs for self-insured and fully-insured plans, and developing accrual rates.
- Provide recommendations on contribution strategies for associates and retirees in conjunction with annual budget and forecasting analysis.
- Project the cost and savings impact of potential plan design changes, using a range of realistic assumptions.
- Develop overall pricing; establish rates for associates and retirees, and price-tags and credits for annual benefit enrollment.
- Negotiate with carriers and service vendors on fees, risk-sharing arrangements, performance guarantees, pricing and rebates (in the case of Rx drugs), and other key contractual terms.

Carrier Service Levels

An important strategic initiative for the Willis benefits team will be to manage and measure each vendor's performance against baseline outcomes and normative-adjusted data. We will, for example, need to measure operational results, clinical outcomes, financial controls, claim/member services, and best practices/quality of services, among other key areas. Some of the measures will come from external sources, although most can be obtained from data. Steps included in this process are as follows:

Vendor Management

- Manage vendor relationships in a manner that will promote a spirit of collaboration and partnership
- Advise and communicate with vendor on issues
- Perform duties necessary to enforce the contract commitments under the respective vendor contracts
- Negotiate performance guarantees, fees at risk, and performance measurements
- Conduct site visits with vendor finalists, where appropriate (e.g. medical and Rx vendors)
- Provide project management oversight in the implementation of any new programs, systems, vendors, and processes

- Communicate with appropriate parties to ensure that all involved entities are kept fully informed
- Ensure that the exchange of data between the vendors is successfully achieved
- Coordinate with vendors to ensure successful implementation of the annual benefits enrollment project plan and timeline
- Keep Sumter County informed of emerging vendor issues
- Monitor timeliness of periodic reporting by vendors
- Coordinate with legal staff on all contract matters and other issues requiring legal review
- Maintain ongoing dialogue with all vendors
- Filter any requests from organizations requesting consideration as a possible vendor
- Semi-annual carrier meetings

The Willis Consultative Process will allow us to continuously monitor your plan in terms of claim and administrative expenses, plan design, and regulatory compliance. We feel that the support we provide on an ongoing basis is important as well. Throughout the course of the year, your Willis benefits team will provide day-to-day support on many additional, and valuable, tasks such as monitoring all plans for compliance to ensure that plan documents are accurate and comply with current legislation, and regularly informing you of compliance and regulatory activity that impacts plan design, administration, and funding.

We will provide a Client Service Plan reflecting a schedule of regular meetings to discuss plan performance, outstanding service issues and progress towards meeting various Sumter County initiatives. Your Willis service team becomes an extension of your organization to drive the HR and benefits initiatives of Sumter County.

Relevant Examples:

To reflect the diversity of issues and solutions that we have provided to our clients, the following are some of the more unique and/or successful approaches to reducing health-care costs that have been utilized by our service team. While public sector business is probably 50% of clients serviced by our team, we find that being able to utilize expertise from both the private and public sector, in various types of organizations, enables us to be more creative in identifying solutions to challenges that our clients face. Our experience, expertise and credentials will ensure that we are effective at managing and reducing unwarranted healthcare costs for Sumter County. The following examples are illustrative of our success with several clients:

Creativity and Simplicity in Healthcare:

A private healthcare organization in SW Florida has been a Willis client since June, 2006. During our first year as their broker and consultant, we did a comprehensive marketing and analysis of their plan. The group was concerned about increasing costs and confusion among employees with regard to how best to use their benefits. We modified their plan design to address both issues by implementing a plan with a front end deductible and coinsurance for most all benefits. This enabled them to easily explain benefits (no complicated and diverse copays or various benefit limits or internal deductibles), and it enabled the plan to keep up with the inflation of health care costs without making annual changes. As a results, this client had only a 7% increase to their funding rates over a four-year period – well below what healthcare trend is on a national basis.

Innovation and Savings with Healthcare Consortium:

In Collier County, FL, we consult, facilitate and work with a group of four employers to assist them with understanding and resolving issues and factors contributing to the current “health care cost crisis.” Three of the four are government entities with the fourth being a not-for-profit healthcare provider. Through working with Willis and the informal partnership, the Collier Health Care Consortium (CCHCC) has learned about its costs drivers and has implemented constructive strategies to produce measurable results, including:

- Directly negotiating with providers for fair reimbursement levels for services that have saved in excess of **\$22 million dollars** since implementing in 2002.
- Creating a single claims database that allowed members to understand and act on the principal factors driving the cost of the medical plans for each organization separately and in total.
- Partnering with local physicians to implement an initiative for proton pump inhibitors which reduced the cost of that drug class by 50%—saving over **\$1.3 million**.
- Conducting a joint RFP for managed pharmacy services resulting in a savings of more than **\$4.2 million** over the four-year term of the agreement.
- Currently in the process of partnering with local providers and ESI to implement a program for pill splitting, step therapy and increased generic efficiency in class which is expected to save in excess of **\$2 million**.

Savings through Network Assessment:

A large national healthcare organization went from double digit increases on their medical and pharmacy costs year after year to 0% increases in 2005, 2006 and 2007—a savings of approximately **\$20 million per year**. This was achieved by finding the carrier with the best network match for their population. With average annual paid claims of \$150 million during that period, this client sees the value of in-network utilization and access as being a critical component towards managing their healthcare costs.

Quality and Cost Effective Changes for a Southeast Florida Municipality:

A municipality in Southeast Florida had spiraling healthcare costs, multiple carriers with poor service and poor reporting capabilities and was eager to gain control of the costs and administration of their plans. A comprehensive marketing process for their health, dental, vision and stop loss coverage provided outstanding opportunity for improvement. While this group was partially self-insured for one of the three medical plans and fully anticipated moving all plans to partial self-funding, carrier proposals were obtained on both a fully-insured and self-funded basis. This client was able to shift to a fully-insured option for all three plans and shifted the financial risk of what turned out to be an unusually high-cost year to the insurance carrier. They chose to maintain the existing plan designs for internal employee relations reasons yet had outstanding financial results. They were successful in saving approximately **\$1.1 million dollars** with the carrier change with the risk being maintained by the carrier—instead of our client. Additional changes were implemented that set the stage for future cost savings on their claims, through greatly expanding network access, which will reduce the cost of claims due to network discounts, and implementing a comprehensive wellness program at no cost to the organization or its members to enhance employee health and minimize life-style related high-cost claims in the future.

Increased Efficiency and Savings with a Consumer-Driven Approach:

Willis remains current with healthcare trends and approaches, yet is unwilling to join a trend when such action is not in a client's best interest. A large, self-insured, private-sector client (approximately 1200 employees) was struggling with significant cost increases. Their plan provided for traditional co pays for office and specialist visits, hospital services and lab fees. Employees were confused by the plan, and management was unhappy with continued increases in costs. Willis recommended changes to their plan to create a consumer-oriented, yet simplified plan design without co pays and a moderate front-end deductible, a specialty pharmacy network to bring about an **18.3% reduction** in costs when they had anticipated an increase of nearly 12% if the plan had remained unchanged. Since then, their claims history has reflected a trend of less than 5% per year—less than half of the reported national trend. Subsequent cost containment has been identified through further enhancement of their pharmacy plan, negotiated performance guarantees, and carving out stop loss protection.

Savings and Efficiencies for a Local Government

A South Florida municipality became a client in September, 2008. At that time, they were concerned about their escalating health care costs in their partially-self funded medical plan. Willis did a comprehensive network analysis and marketing for third-party administration services, stop loss, and fully-insured medical proposals. We found that they were missing out on significant network discounts available with a major carrier. At our recommendation, the City moved to a fully-insured plan with a major carrier and saved in excess of \$2 Million. While they were comfortable in a partially-self funded environment and enjoyed the flexibility with plan designs, this change made financial sense to their bottom line. In 2010, the City renewed with the same carrier with no change in rates. In 2011, Willis again did a comprehensive marketing and network analysis. This time, the City changed carriers, stayed fully-insured and enjoyed a savings of \$364,789 (4.4%) from their current rates and \$536,236 (7.1%) from their proposed renewal. Further, Willis has negotiated additional wellness credits that the City can use to implement biometric screenings, health history questionnaires, and member incentives to encourage wellness.

Negotiated Savings:

Willis utilizes experienced underwriters who have worked with the major carriers that our clients do business with. Understanding the underwriting process, strategy and techniques enables our team to talk to carriers in their own language and negotiate effectively at renewal time. The leverage of Willis as a world-wide broker/consultant provides significant impact to the negotiating process in terms of both financial outcomes and service delivery. All of our clients, large and small, public and private, seek our expertise to help manage their healthcare costs. Some of our negotiating successes include:

- Savings of approximately **\$57,000 annually** for a small not-for-profit client brought their medical plan renewal down to a 6% increase from close to 14% with no plan changes. While this organization still experienced an increase at renewal, they faced funding cuts and significant pressure to reduce service delivery with possible downsizing. We were able to assist them with minimizing those adverse impacts.
- Savings of approximately **\$440,000 annually** for an East Coast municipal government were achieved through the reduced renewal for their fully-insured medical plan. In an

organization of approximately 550 employees, this sizeable savings enabled them to maintain favorable plan designs without increasing employee premiums.

- Savings of **\$700,000** were identified with a partially-self-funded client of about 6500 employees. Through the marketing, analysis and negotiation with vendors relating to their Administrative Services fees for claims administration, the current carrier was able to reduce ASO fees significantly. This organization is considering using the savings to fund reductions in their plan funding rates, enhancements to their wellness initiatives or the development of a robust, custom disease management program.
- Sometimes negotiations take place as a result of activities other than renewal; such as plan funding, interpretation of plan language and administrative activities. A South East municipality transitioned their fully-insured medical plan to a partially self-funded plan. On the date of the transition, an individual was disabled and confined to a hospital. Claims were incurred in excess of the new specific stop loss deductible. Extensive discussion, research and negotiation occurred relative to whether the liability should be with the fully-insured plan or the stop loss carrier providing protection under the partially self-insured plan. Language in the Summary Plan Description of both the prior and new plans was reviewed by our ERISA attorney. The result was that the municipality was reimbursed for **\$450,000** and the stop loss carrier renegotiated their renewal—with the revised renewal adjusted by 7% (\$145,000)on the specific deductible and nearly 20% on the aggregate factors; a savings of over **\$900,000**.

Savings in Pharmacy Benefits:

Willis finds that pharmacy plans are a source of expense which often requires exploration to obtain cost-effective employer solutions. We seek transparency in pricing to include fees for claims processing, ensuring review of discounts, pharmacy filling fees per scripts, and rebate guarantees. Variations are considerable and clients receive various levels of rebates returned to client vs. those maintained by the carrier. Further, guarantees and steerage pertaining to use of generics, formulary and mail order pricing result in cost variations which are significant to employers. When these expenses are not transparent, it can be difficult to understand them and impossible to reduce them. Willis works with carriers to ensure full transparency so that not only the plan design, but the cost components can be managed effectively on your behalf.

In reviewing the plan designs for a current private-sector client, we expect to reduce their average 2010 costs for all scripts by over \$10 per script. This equates to savings of about **\$1.3 million**. Our process, in addition to evaluating administration fees, dispensing fees, discounts and rebates, looks at the specific prescriptions of the client's population and allows us to find the vendor who can guarantee the highest generic usage. Each 1% increase in generic drug usage reduces the overall drug spend by about 1.5%.

GENERAL SERVICES:

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| | |
| 1. | Serve as designated insurance broker of record for employee Benefits Program. Negotiated and place employee benefit plans as directed by the County. |

Confirmed

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| 2. | Audit resulting contracts for accuracy of coverage, terms and conditions. |

Confirmed

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| 3. | Following up with insurance carriers for timely issuance of policies and endorsements placing coverage delivery binders to the County prior to the expiration of the current policies. |

Confirmed

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| 4. | Assist covered employees in settling claims or grievances relating to insurance benefits issues. |

Confirmed

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| 5. | Assist County in determining future insurance coverage needs including cost/benefit analysis. |

Confirmed

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| 6. | Assist the development and planning of long range health insurance strategies. |

Confirmed

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| | Review the employee benefit package for quality of benefits provided, cost effectiveness, competitiveness and plan administration on an annual basis. |
| 7. | |

Confirmed

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| | Provide the County with reasonable preliminary renewal figures during the budget preparation process. |
| 8. | |

Confirmed

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| | Provide dedicated personnel to be the main contact for managing account relationship. The contact will be readily accessible to the County designated risk management and benefits personnel/contractor. |
| 9. | |

Confirmed

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| | Provide general and technical guidance on employee benefit issues to include market analysis, trends, contact and statute interpretation and cost containment methods. Monitor Employee Benefits Insurance Industry and notify the County of developments that may affect the County. |
| 10. | |

Confirmed

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| | Assist in the development and review of communication materials written by County benefits personnel/contractor and other participating organizations for content, appearance, compliance and accuracy. |
| 11. | |

Confirmed

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| | Assist the County with the implementation and communication of new programs or changes to existing programs, including attending and presenting information at Open Enrollment meetings and Health Fairs. |
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Confirmed

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| | Assist the County on a regular basis and in a timely manner to provide information, analysis and guidance on any and all aspects of County benefit program policy and administration. |
| 13. | |

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| | Provide a qualified representative to attend County employee meetings as requested or needed. |
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| | Review plan documents for accuracy and compliance with appropriate laws and regulations and review of annual required filings. |
| 15. | |

Confirmed

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| | Provide consultative assistance and research in the evaluation of vendors and monitor vendors for compliance with plan design, policies, and services agreements. |
| 16. | |

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| | Advise and assist the County in negotiating renewal rates and plan provisions. |
| 17. | |

Confirmed

TECHNICAL SERVICES:

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| | Request for Proposals – The broker will prepare and coordinate the Request for Proposal process for insurance and related products necessary for the implementation of the benefit plans for the Sumter County BOCC Group Health Plan and provide review and analysis of the received proposals. |
| 1. | |

Confirmed

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| | Health Plan Comparison / Utilization Analysis – The broker is expected to work with the County in securing and analyzing financial and claims data from each of the carriers on a scheduled basis in order to monitor County benefit plans. Once analyzed, the broker is expected to provide a summary explanation of the data emphasizing any important trends, emerging problems, etc. It is preferred that the consultant have in-house capabilities to conduct detailed health plan comparison and utilization analysis of all County medical relationships. |
| 2. | |

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| | Compliance – The broker will advise the County on any federal and state mandated compliance testing requirements relevant to County plans and provide guidance, when requested, in developing testing strategies. Upon the request of the County, the broker shall advise of the financial and administrative impact of State and Federal legislation on the County and assist in the implementation of changes made necessary by such legislation. |
| 3. | |

Confirmed

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| | Self-Funded Programs – The broker will provide guidance on the annual budgets, rate structure options, stop loss purchases, and attachment point for the County self-funded programs. |
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| 5. | Actuary Report – The broker will assist in the preparation of materials required for an annual actuary's review of the County's Self Funded Health Care program. The actuary report itself will be prepared by an independent actuary firm selected by the County. |

Confirmed

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| 6. | Wellness / Disease Management Programs - The County desires to improve their Wellness and Disease Management Programs. The broker will assist the County in evaluating, implementing and measuring the effectiveness of Wellness and Disease Management Programs. |

Confirmed

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| 7. | Review of the current automated enrollment and billing system and recommend continuing with the current system or transitioning to a new system. If the recommendation is to transition to a new system, the consultant will review available systems and provide the County with a recommendation based on their analysis. |

Confirmed

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| 8. | Assist the County in developing online benefit training and benefit enrollment processes. |

Confirmed

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| 9. | Litigation - On rare occasions, the County may be involved in litigation arising from requests for proposals, contracting, or employee grievances. If such a situation should occur, the broker will be expected to assist the County and the administrator in providing necessary materials and testify if required. |

Confirmed

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| 10. | Insurance Policies and contracts – Coordinate with the Risk Manager to assure that all benefits information relative to the issuance of new and renewal policies are received from vendors. |

Confirmed

FEE SCHEDULE FOR BENEFIT CONSULTING SERVICES

FEE SCHEDULE FOR BENEFIT CONSULTING SERVICES

Willis has provided a fee-based proposal in accordance with your request. We are proposing a flat fee for services of \$64,000 and have included substantial value-added resources as reflected in our Scope of Services. Commissions that may currently be imbedded into group products can be removed or can be used to reduce the amount of our proposed fee. However, there are some individual voluntary benefits that are filed with the State with commissions imbedded that may not be removed and cannot reduce the fee due to existing law. Examples of those types of plans would be the voluntary benefits with SunLife and Florida Combined Life. These can be identified and disclosed in full to the County.

We also want to advise the County that Willis is willing to work on either a fee-based agreement or a commission-based agreement or a combination. All services described in the Scope of Services would be included in either model. We are comfortable with either approach; however, there are some pros and cons about each that we suggest you consider.

A flat fee proposal provides for clear budget-setting guidelines and expectations for both parties. Any group coverage can be placed on behalf of the City net of commission to ensure there is no impact to rates. A flat fee, however, is generally set for the term of the agreement – one to three years is common. The fee generally does not change due to changes in organizational population—either up or down during that period.

A commission-based proposal does not require payment by the County of any budgeted funds. In other words, no check must be drawn by the County to Willis for services rendered. This is appealing to many entities as payment is essentially “bundled” into the cost of the benefit plans in place. However, most voluntary benefits are unable to be placed “net” of commission as those plans are usually filed with the State Department of Insurance with commission already imbedded. Some entities prefer a combination of fee plus commission—a flat fee for certain lines of coverage; perhaps medical ASO and stop loss, if partially self-insured with the ability to have commissions payable to the consultant through other lines of coverage; perhaps life, disability and dental.

In order to reflect the commitment that Willis is making to the County, we are willing to place up to 20% of our fees at risk based on satisfactory performance. The proposed performance guarantees would place a portion of our fees at risk in accordance with the following table:

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|---------------------------------|-----|
| Analysis and Reporting | 5% |
| Renewal and Negotiation Process | 5% |
| Client Management | 10% |

If the County should prefer to compensate Willis based on a commission basis, we would provide performance guarantees relative to our service commitment and reduce future commissions if such standards were not met. In either event, all compensation earned by Willis is disclosed to our clients prior to the placement of coverage. As the first broker to disavow contingents and refuse supplemental compensation, Willis has taken an unwavering stand on acting in the best interests of the client.